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Shawn D. Preston, Esq.
C/o RaceWay.Net, Inc.
7280 W. Palmetto Park Road
Suite 305 North
Boca Raton, Florida 33434

January 24, 2000

Qualifications/Tax Lien Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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-01/25/00--01056--008
*****87.50 *****87.50

Re: *Application Requesting Authorization to Transact Business in Florida, pursuant to section 607.1503(1), Florida Statutes, as amended.*

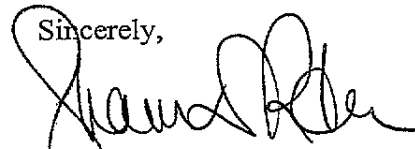
Dear Sir or Madam:

Raceway.net, Inc., a corporation duly organized under the laws of the State of Delaware, hereby submits the enclosed application requesting authorization to transact business in Florida, pursuant to section 607.1503(1), Florida Statutes, as amended. Please find the following documents and applicable fees as required by your office.

1. Transmittal Letter
2. Application by Foreign Corporation for authorization to transact business in Florida, pursuant to section 607.1503(1), Florida Statutes, as amended.
3. Original Certificate of Existence duly authenticated by the Delaware Secretary of State.
4. Check #1489, in the amount of \$87.50, comprising of the Filing Fee, Certificate of Status, and Certified Copy.

Should you require any further documentation or need any further assistance regarding this application, please do not hesitate to call me directly at (954) 817-6185. Thank you for your time and attention to this matter.

Sincerely,


Shawn D. Preston

FILED
JAN 25 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

with
1/28

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: RACEWAY.NET, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

GEORGE C. BURMEISTER
(Name of Person)

RACEWAY.NET, INC.
(Firm/Company)

7280 W. PALMETTO PARK RD. STE. 305 NORTH
(Address)

BOCA RATON, FLORIDA 33434
(City/State/Zip)

FILED
00 JAN 25 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Should you need to call someone concerning this matter, please call:

GEORGE C. BURMEISTER at (561) 447-8500
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☒ \$87.50 Filing Fee, Certificate of Status & Certified Copy

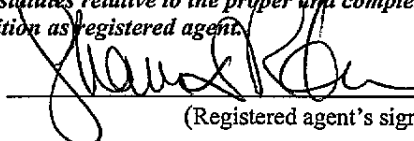
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. RACEWAY. NET, INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. DELAWARE 3. 65-0965508
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. NOVEMBER 17, 1999 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. N/A - HAVE NOT YET TRANSACTED BUSINESS IN FLORIDA
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 7280 W. PALMETTO PARK RD. STE. 305 NORTH
BOCA RATON, FLORIDA 33434
(Current mailing address)
8. ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH CORPORATIONS ARE ORGANIZED
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: SHAWN D. PRESTON, ESQ.
Office Address: 7280 W. PALMETTO PARK RD STE. 305 NORTH
BOCA RATON, Florida, 33434
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: WILLIAM HOFFMAN
Address: 7280 W. PALMETTO PARK RD. STE. 305 NORTH
BOCA RATON, FLORIDA 33434

Vice Chairman: GEORGE BURMEISTER
Address: 7280 W. PALMETTO PARK RD. STE. 305 NORTH
BOCA RATON, FLORIDA 33434

Director: HAL PRICE
Address: 2600 KENSWICK CIRCLE
LAWRENCEVILLE, GEORGIA 30244-5209

Director: LARRY FERK C/O COMTEC INTERNATIONAL
Address: 6600 BROKEN SOUND BLVD.
BOCA RATON, FLORIDA 33434

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: GEORGE BURMEISTER
Address: 7280 W. PALMETTO PARK RD STE. 305 NORTH
BOCA RATON, FLORIDA 33434

Vice President: HAL PRICE
Address: 2600 KENSWICK CIRCLE
LAWRENCEVILLE, GEORGIA 30244-5209

Secretary: JOHN MAZER
Address: 6100 GLADES ROAD STE. 310
BOCA RATON, FLORIDA 33434

Treasurer: JOHN MAZER
Address: 6100 GLADES ROAD STE 310
BOCA RATON, FLORIDA 33434

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. GEORGE BURMEISTER - President/Vice Chairman
(Typed or printed name and capacity of person signing application)

FILED
00 JAN 25 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RACEWAY.NET, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST DAY OF JANUARY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED

00 JAN 25 PM 2:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

3127934 8300

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AUTHENTICATION:

0211578

DATE:

01-21-00