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CUSTOMER NO: 4301772	500003124765-
CUSTOMER: Mr. Pat Castellar Pavia & Harcourt 600 Madison Av. 12th Fl. New York, NY 10022	
FOREIGN FILINGS	100-863
<u>rondron rining.</u>	Ava way
NAME: I-NETWORK CORPORATI	ION
XXXX QUALIFICATION (TYPE: CO)	Variater Chant
PLEASE RETURN THE FOLLOWING AS PROOF	F OF FILING: W. P. Veringe

CONTACT PERSON: Janna Wilson

RECEIVED DO FEB -4 PM 2: 24 DEFARTMENT OF STATE VISION OF CORPORATIONS ALLAHASSEE, FLORIDAS



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

February 4, 2000

JÄNNA WILSON CSC NETWORKS TALLAHASSEE, FL

SUBJECT: I-NETWORK CORPORATION Ref. Number: W00000003260 FILED

We have received your document for I-NETWORK CORPORATION and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr Corporate Specialist

Letter Number: 600A00005894



Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

RESOLUTION OF THE BOARD OF DIRECTORS

OF

I-NETWORK CORPORATION

I, the undersigned Jordan E. Ringel, do hereby certify that this resolution of the Board of Directors of I-Network Corporation a corporation duly organized and existing under the laws of the State of Delaware, was duly adopted on February 15, 2000.

RESOLVED, that I-Network Corporation, organized and existing in the State of Delaware, hereby adopts the name I-Network Corporation of Delaware for use in Florida.

Dated: February 15, 2000.

Jordan E. Ringel, Secretary

FILED 00 FEB -4 PM 5: 00 SEORETARY OF STATE MERHAGIZE, FLORED

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	I-NETWORK CORPORATION	
	poration; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or	
	eviations 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. Delawar	re <u>3. 52-2172795</u>	
(State or count	ry under the law of which it is incorporated) (FEI number, if applicable)	
4. May 21,	1999 <u>5.</u> Perpetual	
(Da	ate of incorporation) (Duration: Year corp. will cease to exist or "perpetual")	
6. Upon fi	-	
(Date first	st transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)	
7 1180 Av	venue of the America	
	ck, New York 10036	
New 101	(Current mailing address)	
	(Current marining address)	
	et advertising services.	
(Purpose	e(s) of corporation authorized in home state or country to be carried out in state of Florida)	
9. Name and st	treet address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)	
Name:	Corporation Service Company	
Office Address:	1201 Hays Street	
	Tallahassee Florido 32301	
	(Zip code)	
	(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.

Corporațion Service Company By: AUUA . AU (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.

	eet address only - P.O. B				
Chairman: See at	tached officers/d	irectors rider	· <u>-</u>		
Address:					
•••			, ,,		
Vice Chairman:					
Address:					
Director:					
- LUMLUDU:					
Director:	····				
Address:				· · · · · · · · · · · · · · · · · · ·	
B. OFFICERS (Str	eet address only - P.O.	Box NOT acceptable	2)		
President: See att	ached officers/di	rectors rider			
President: <u>See att</u>	ached officers/di	rectors rider			
President: <u>See att</u> Address:	ached officers/di	rectors rider	•		
President: <u>See att</u> Address: Vice President:	ached officers/di	rectors rider			
President: <u>See att</u> Address: Vice President:	ached officers/di	rectors rider		SECRE ARY	
President: <u>See att</u> Address: Vice President:	ached officers/di	rectors rider		SEPRE ARY OF	
President: <u>See att</u> Address: Vice President: Address:	ached officers/di	rectors rider		SEPRE ARY OF	
President: <u>See att</u> Address: Vice President: Address: Secretary:	ached officers/di	rectors rider		SEPRE ARY OF	
President: <u>See att</u> Address: Vice President: Address: Secretary: Address:	ached officers/di	rectors rider	· · · · · · · · · · · · · · · · · · ·	SERRETARY OF STATE	
President: <u>See att</u> Address: Vice President: Address: Secretary: Address:	ached officers/di	rectors rider		SERRETARY OF STATE	
President: <u>See att</u> Address: Vice President: Address: Secretary: Address: Treasurer:	ached officers/di	rectors rider		SERRETARY OF STATE	
President: <u>See att</u> Address: Vice President: Address: Secretary: Address: Treasurer:	ached officers/di	rectors rider		SERRETARY OF STATE	
President: <u>See att</u> Address: Vice President: Address: Secretary: Address: Treasurer: Address:	ached officers/di	rectors rider		SEPRETARY OF STATE	

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RIDER

I-NETWORK CORPORATION

DIRECTOR:

<u>NAME</u> Joshua Novick ADDRESS 1180 Avenue of America New York, New York 10036

OFFICERS:

<u>NAME</u> Joshua Novick <u>TITLE</u> President

ADDRESS 1180 Avenue of America New York, New York 10036

Jordan E. Ringel

Secretary

c/o Pavia & Harcourt 600 Madison Avenue New York, New York 110022

> FILED DOFEB-4 PM 5:00 SEGRETARY OF STATE

State of Delaware Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "I-NETWORK CORPORATION" 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 THIRD DAY OF FEBRUARY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "I-NETWORK CORPORATION" WAS INCORPORATED ON THE TWENTY-FIRST DAY OF MAY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES



Edward J. Freel, Secretary of State

DATE:

AUTHENTICATION:

02-03-00

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