



THE UNITED STATES
CORPORATION
COMPANY

F00000001209

ACCOUNT NO. : 072100000032

REFERENCE : 608010 7149538

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$70.00

ORDER DATE : March 1, 2000

ORDER TIME : 12:12 PM

ORDER NO. : 608010-005

CUSTOMER NO: 7149538

CUSTOMER: Ms. Tonya Philip
Koltun & King, P.c.
Suite 400
1615 L Street, North West
Washington, DC 20036

000003158700--9

FOREIGN FILINGS

NAME: DIGITAL COMMERCE CORPORATION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR -6 PM 3:30
RECEIVED
00 MAR -6 PM 1:37
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

bk
3/6/00

**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. Digital Commerce Corporation

(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

(State or country under the law of which it is incorporated)

3. 54-1766836

(FEI number, if applicable)

4. June 6, 1995

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. January 1, 2000

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 11180 Sunrise Valley Drive Suite 400

Reston, VA 20191

(Current mailing address)

8. Digital Commerce Corporation is engaged in the development and implementation of electronic commerce portals.

(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: CORPORATION Service Company

Office Address: 1201 HAYS STREET

TALLAHASSEE, FL, Florida, 32301-2607

(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)

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DIVISION OF CORPORATIONS
00 MAR -6 PM 3:30

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)Chairman: Thomas CirritoAddress: 11180 Sunrise Valley Drive
Reston, VA 20191Vice Chairman: Tony Bansal

Director

Address: 11180 Sunrise Valley Drive
Reston, VA 20191Director: William SeippelAddress: 11180 Sunrise Valley Drive
Reston, VA 20191Director: John PoindexterAddress: 11180 Sunrise Valley Drive
Reston, VA 20191**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**President: Tony BansalAddress: 11180 Sunrise Valley Drive
Reston, VA 20191

Vice President: _____

Address: _____

Secretary: William SeippelAddress: 11180 Sunrise Valley Drive
Reston, VA 20191Treasurer: Matthew ToloczkoAddress: 11180 Sunrise Valley Drive
Reston, VA 20191**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

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

14. _____

Matthew Toloczko Treasurer

(Typed or printed name and capacity of person signing application)

DIVISION OF CORPORATIONS
00 MAR -6 PM 3:30

Office of the Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR -6 PM 3:30

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "DIGITAL COMMERCE CORPORATION" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE FIFTH DAY OF JUNE, A.D. 1995, AT 11 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "INTERNATIONAL MARKET EXCHANGE CORPORATION" TO "DIGITAL COMMERCE CORPORATION", FILED THE ELEVENTH DAY OF OCTOBER, A.D. 1995, AT 9 O'CLOCK A.M.

CERTIFICATE OF DESIGNATION, FILED THE THIRD DAY OF NOVEMBER, A.D. 1995, AT 9 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, FILED THE EIGHTEENTH DAY OF SEPTEMBER, A.D. 1998, AT 9 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, FILED THE TWELFTH DAY OF NOVEMBER, A.D. 1998, AT 9 O'CLOCK A.M.

CERTIFICATE OF DESIGNATION, FILED THE TWENTY-SIXTH DAY OF MARCH, A.D. 1999, AT 9 O'CLOCK A.M.

CERTIFICATE OF DESIGNATION, FILED THE SECOND DAY OF



Edward J. Freel
Edward J. Freel, Secretary of State

2512898 8100H

AUTHENTICATION:

0290460

001104520

DATE: 03-01-00

State of Delaware

PAGE 2

Office of the Secretary of State

SEPTEMBER, A.D. 1999, AT 9 O'CLOCK A.M.

FILED
SECRETARY'S OFFICE
DIVISION OF CORPORATIONS
00 MAR -6 PM 3:30



Edward J. Freel

Edward J. Freel, Secretary of State

2512898 8100H

001104520

AUTHENTICATION:

0290460

DATE:

03-01-00