

Sent by: STEARNS WEAVER

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03/17/00 4:22PM; JetFax #503; Page 1/5

Division of Corporations

F00000001484

Florida Department of State
Division of Corporations
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From:

Account Name : STEARNS WEAVER MILLER, ET AL.
Account Number : 076077002504
Phone : (305) 789-3200
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H00000012249 9

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

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

1. **City Choices.com Multi-Media 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. **British Columbia, Canada** 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. **August 6, 1998** 5. **Perpetual**
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. **February 21, 2000**
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.155, F.S.)

7. **568 - 999 Canada Place**
Vancouver, B.C., Canada
V6C 3E1
(Current mailing address)

8. **General Sales and Marketing related activities**
(Purpose(s) of corporation authorized in home state or country to be carried out in the State of Florida)

9. **Name and street address of Florida registered agent:**

Name: **UCC Filing & Search Services, Inc.**

Office Address: **526 East Park Avenue**
Tallahassee, Florida 32301

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.

led by: Susan Toepfer, #004839
Stearns Weaver Miller, et al
50 W. Flagler St., #2200
Miami, Florida 33130
Tel: 305-789-3200/Fax: 305-789-3395

By: *W. Edward Hand*
W. Edward Hand, President

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.

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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Director: Mr. Raymond A. Williams
Address: #203 - 1710 Bayshore Drive, Vancouver, B.C., V6G 3G4

Director: Mr. David W. Smalley
Address: 1706 - 4300 Mayberry Street, Burnaby, B.C., V5H 4A4

Director: Mr. Peter D. Whitehead
Address: 2440 Queens Avenue, West Vancouver, B.C. V7V 2Y6

Director: Mr. Stuart McNish
Address: 3995 Bayridge Avenue, West Vancouver, B.C., V7V 3Y6

Director: Mr. Hans Knapp
Address: 7220 Arbutus Road, West Vancouver, B.C., V7W 2L5

B. OFFICERS

President: Mr. Raymond A. Williams
Address: #203 - 1710 Bayshore Drive, Vancouver, B.C., V6G 3G4

CEO: Mr. Peter D. Whitehead
Address: 2440 Queens Avenue, West Vancouver, B.C. V7V 2Y6

Secretary: Mr. David W. Smalley
Address: 1706 - 4300 Mayberry Street, Burnaby, B.C., V5H 4A4

VP, Finance: Mr. Hans Knapp
Address: 7220 Arbutus Road, West Vancouver, B.C., V7W 2L5

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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. PETER D. WHITEHEAD
(Typed or printed name and capacity of person signing application)

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COMMUNICATIONS SECTION
FBI - NEW YORK

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NUMBER: 569669

CERTIFICATE OF GOOD STANDING

CERTIFIED A True Copy this 15TH
day of MARCH 20TH 2000

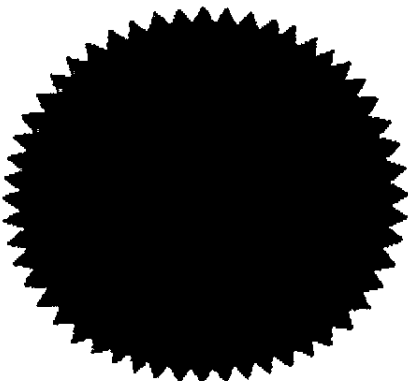
DAVID W. SMALLEY
F. & S. SMALLEY
12601 AVENUE HASTINGS ST.
VICTORIA, B.C. V8C 4K4
604-404-4444

COMPANY ACT

00 MAR 17 PM 5:00
VICTORIA, B.C.

I Hereby Certify that CITYCHOICES.COM MULTI-MEDIA LTD., a company duly incorporated under the laws of the Province of British Columbia is, according to the records of this office, an existing company and is, with respect to filing of returns, in good standing.

*Issued under my hand at Victoria, British Columbia,
on March 14, 2000*



JOHN S. POWELL
Registrar of Companies
PROVINCE OF BRITISH COLUMBIA
CANADA

H00000012249 9