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ATLAS PEARLMAN

P.A.

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+ not licensed to practice law
++ not admitted in Florida

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*****78.75 *****78.75

March 16, 2000

VIA FEDERAL EXPRESS

Qualification/Tax Lien Section
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Desktop Dollars, Inc.
Our File No. 6605.01

Dear Sir or Madam:

Enclosed for filing please find the following:

- (1) Original and one copy of Application by Foreign Corporation for Authorization to Transact Business in Florida;
- (2) Certificate of Existence from the State of Delaware; and
- (3) Filing fee in the amount of \$78.75 to include a certified copy

To evidence receipt of this filing, please date stamp the copy of the application and return in the postage prepaid envelope provided. You may address all correspondence to my attention, c/o Atlas Pearlman, P.A., 350 E. Las Olas Blvd., Suite 1700, Ft. Lauderdale, FL 33301. If you have any questions, please contact me at (954) 766-7829 or via fax at (954) 766-7800.

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W. P. 00000000 1573 DCC

Sincerely,

Myra Mahoney
Corporate Paralegal

F 00000000 1573

**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. **Desktop Dollars, Inc.**

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words 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. **65-0960071**

(FEI number, if applicable)

4. **11/5/99**

(Date of incorporation)

5. **Perpetual**

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

6. **Upon qualification**

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification")

7. a. **313 Barbados Drive, Jupiter, FL 33458**

(Principal office address)

b. **Same**

(Current mailing address)

8. **Internet based advertising**

(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: **Richard Braman, Jr.**

Office Address: **313 Barbados Drive**

Jupiter, FL 33458

FILED
MAR 17 2:50
TALLAHASSEE, FLORIDA

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.



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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Peter Perri, III

Address: 313 Barbados Drive, Jupiter, FL 33458

Director: Richard Braman, Jr.

Address: 1501 S.E. 4 Avenue, Ft. Lauderdale, FL 33316

B. OFFICERS

President / Secretary: Peter Perri, III


Address: 313 Barbados Drive, Jupiter, FL 33458

Vice President / Treasurer: Richard Braman, Jr.

Address: 1501 S.E. 4 Avenue, Ft. Lauderdale, FL 33316

FILED
00 MAR 17 PM 2:50
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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. Richard Braman, Jr., Director, Vice President and Treasurer
(Type or printed name and capacity of person signing application)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DESKTOPDOLLARS, 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 FOURTEENTH DAY OF MARCH, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED
00 MAR 17 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA




Edward J. Freel, Secretary of State

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AUTHENTICATION: 0313850

DATE: 03-14-00