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To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
Account Number : 110450000714
Phone : (850) 222-1173
Fax Number : (850) 224-1640

FOREIGN PROFIT QUALIFICATION

ASISTA.COM, INCORPORATED

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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00 MAR 23 AM 11:38

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 22, 2000

CORPORATE & CRIMINAL RESEARCH SERVICES

SUBJECT: ASISTA.COM, INC.
REF: W00000007603

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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FAX And. #: H00000012611
Letter Number: 200A00015782

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

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Asista.com, 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:

Judy Diamond
(Name of Person)
McDermott, Will & Emery
(Firm/Company)
701 South Biscayne Boulevard
(Address)
Miami, Florida 33131-4336
(City/State/Zip)

QUALIFICATION
DIVISION OF CORPORATIONS
JUL 22 2 00 PM '99

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

Judy Diamond at (305) 347-6519
(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. Asista.com, 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. 94-3337233
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 2nd, 1999 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. April 3rd 2000
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 201 South Biscayne Boulevard
Miami, Florida 33131-4336
(Current mailing address)
8. Any legal business activity
(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: Daniela Garza-Zorrilla (VP Legal Affairs)
Office Address: 800 Brickell Avenue Suite 707
Miami, Florida, 33131
(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.

00 APR 22 PM 2:00
Solutions

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: Carlos A. Guajardo

Address: 800 Brickell Avenue, Suite 707
Miami, FL 33131

Vice Chairman: Daniela Garza-Zamilla

Address: 800 Brickell Avenue, Suite 707
Miami, FL 33131

Director: John Kim

Address: 800 Brickell Avenue, Suite 707
Miami, FL 33131

Director: Alain Marcus

Address: 800 Brickell Avenue, Suite 707
Miami, FL 33131

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

President: Carlos A. Guajardo

Address: 800 Brickell Avenue, Suite 707
Miami, FL 33131

Vice President: Daniela Garza-Zamilla

Address: 800 Brickell Avenue, Suite 707
Miami, FL 33131

Secretary: John Kim

Address: 800 Brickell Avenue, Suite 707
Miami, FL 33131

Treasurer: Alain Marcus

Address: 800 Brickell Avenue, Suite 707
Miami, FL 33131

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. Daniela Garza-Zamilla (VP Legal Affairs)
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

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PAGE 1

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ASISTA.COM, INC." WAS INCORPORATED ON THE SECOND DAY OF JULY, A.D. 1999.


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

ON MAR 22 PM 2:00



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Edward J. Freel, Secretary of State

AUTHENTICATION: H00000012611

DATE: 03-20-00