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Virtual, Inc
401 Edgewater Place
Suite 500
Wakefield MA 01880

tel 781 246 0500
fax 781 224 1239

www.virtualmgmt.com

March 2, 2000

State of Florida
Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-03/06/00--01128--016
*****78.75 *****78.75

Please find the enclosed Application By Foreign Corporation For Authorization to Transact Business in Florida for our client WorldOne Webwide, Inc.

As soon as this application is processed would you please send me the copy of the license.

If you have questions please do not hesitate to contact me at 781-246-0500.

Thank you,

Nancy Gangemi
Nancy Gangemi

FILED
00 MAR 28 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

| | |
|-------------------|-----|
| Name Availability | |
| Document Examiner | DCC |
| Updater | DCC |
| Updater Verifier | C |
| Acknowledgement | DCC |
| W. P. Verifier | DCC |

RA must sign

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6 pages

W000000006452

LUCASH, GESMER & UPDEGROVE, LLP

ATTORNEYS AT LAW
40 BROAD STREET
BOSTON, MASSACHUSETTS 02109
(617) 350-6800
FAX (617) 350-6878

March 21, 2000

Qualification/Tax Lien Section
409 East Gains Street
Tallahassee, FL 32314

Dear Sir or Madam:

Enclosed please find the Application by Foreign Corporation to Transact Business in Florida for WorldOne Webwide, Inc.

It is my understanding that you have the original and the check in your office pending receive of a signed copy by CT Corporation.

If you have any questions feel free to contact me at (617) 350-6800.

Very truly yours,



Hector Davila
Paralegal

enc.



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 9, 2000

NANCY GANGEMI
VIRTUAL, INC.
401 EDGEWATER PLACE, SUITE 500
WAKEFIELD, MA 01880

SUBJECT: WORLDONE WEBWIDE, INC.
Ref. Number: W00000006452

We have received your document for WORLDONE WEBWIDE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 500A00013244

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. WorldOne Webwide, 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

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

3. _____

(FEI number, if applicable)

4. February 24, 2000

(Date of incorporation)

5. Perpetual

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

6. 3/ /2000

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

7. 1200 North Federal Highway, Suite 200, Boca Raton, FL 33432

(Current mailing address)

8. Provide Internet Services and Web base systems integration services

(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324

(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.

C T Corporation System

Lauren H. Kreatz

(Registered agent's signature)

LAUREN H. KREATZ,

SPECIAL ASSISTANT SECRETARY

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)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Chad Corneil

Address: 1200 North Federal Highway Suite 200

Boca Raton, FL 33432

Vice Chairman: _____

Address: _____

Director: Chad Corneil

Address: 1200 North Federal Highway, Suite 200

Boca Raton, FL 33432

Director: _____

Address: _____

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

President: Chad Corneil

Address: 1200 North Federal Highway, Suite 200

Boca Raton, FL 33432

Vice President: _____

Address: _____

Secretary: Chad Corneil

Address: 1200 North Federal Highway, Suite 200

Boca Raton, FL 33432

Treasurer: Chad Corneil

Address: 1200 North Federal Highway, Suite 200

Boca Raton, FL 33432

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. Chad Corneil

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WORLDONE WEBWIDE, 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 TWENTY-FOURTH DAY OF FEBRUARY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
00 MAR 28 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 0277994

DATE: 02-24-00