

F00000001794

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CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
850-222-1092

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*****70.00 *****70.00

Corporation(s) Name

Espiral.com, Inc.

FILED
SECRETARY OF CORPORATIONS
00 MAR 30 PM 6:38

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input checked="" type="checkbox"/> LLC		
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Ch. RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
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MAR 30

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Melanie Strickland

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THANK YOU!
TALLAHASSEE, FL
SECRETARY OF CORPORATIONS

*BK
3/30/00*

**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. espiral.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

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

3. applied for

(FEI number, if applicable)

4. 10/6/99

(Date of incorporation)

5. perpetual

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

6. NONE TRANSACTED AS OF THIS DATE

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

7. espiral.com, Inc. Brightstar Building, 2701 NW 107th Avenue

Miami, Florida 33172

(Current mailing address)

8. Internet retailer

(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

(Registered agent's signature)

NASEEM A. CONDE
SPECIAL ASST. 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)

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

Chairman: ALFREDO BOCCALANDRO

Address: 2701 NW 107th AVENUE

MIAMI, FLORIDA 33172

Vice Chairman: _____

Address: _____

Director: ANTONIO BOCCALANDRO

Address: 2701 NW 107th AVENUE

MIAMI, FLORIDA 33172

Director: RENE S. GREENWALD

Address: c/o BOOKS INFORMATION SERVICES

LONORES 16, P.B. COL. JUAREZ, CUIDAD DE MEXICO, D.F. CP 06600, MEXICO

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

President: ALFREDO BOCCALANDRO

Address: 2701 NW 107th AVENUE

MIAMI, FLORIDA 33172

Vice President: _____

Address: _____

Secretary: CAMILLO PINO

Address: 2701 NW 107th AVENUE

MIAMI, FLORIDA 33172

Treasurer: _____

Address: _____

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. _____

ALFREDO BOCCALANDRO

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

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DIVISION OF CORPORATIONS
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State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ESPIRAL.COM, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-NINTH 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
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 30 PM 6:38

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

AUTHENTICATION:

03-29-00

DATE: