

F00000001994

Document Number Only

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

400003201554--3

-04/10/00--01065--021

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

Corporation(s) Name

One Main, Inc.

☒ Profit

☐ Nonprofit

☒ Foreign

☐ LLC

☐ Limited Partnership

☐ Reinstatement

☐ Certified Copy

☒ Walk in

☐ Amendment

☐ Dissolution

☐ Annual Report

☐ Reservation

☐ Fictitious Name

☐ Photocopies

☒ Pick-up

☐ Merger

☐ Mark

☐ Other

☐ Ch. RA

☐ UCC

☐ CUS

☐ Will Wait

Name Availability: _____

Document Examiner: _____

Updater: _____

Verifier: _____

Acknowledgement: _____

W.P. Verifier: _____

Please Return Extra
Copies File Stamped

To:

Melanie Strickland

APR 10

File Today

Please

Thank You!

Bruce/10/00

RECEIVED

00 APR 10 PM 1:35

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 APR 10 PM 3:30

**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. OneMain.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. 11-3460073

(FEI number, if applicable)

4. August 19, 1998

(Date of incorporation)

5. Perpetual

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

6. Upon Qualification

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

7. 1860 Michael Faraday Drive, Reston, Virginia 20190

(Current mailing address)

8. Internet Service Provider

(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: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System



(Registered agent's signature) (Officer)

Charlie Shampang - Assistant Secretary

(Type Name and Title of Officer)

FILED
STATE
SECRETARY OF CORPORATIONS
DIVISION
00 APR 10 PM 3:30

LIST OF OFFICERS/DIRECTORS
OF
ONEMAIN.COM, INC.

| NAME | TITLE |
|----------------------------|---|
| Stephen E. Smith | Chairman of Board of Directors & Chief Executive Officer |
| Michael D. Read | President, Director & Chief Operating Officer |
| Marian O'Leary | Sr. Vice President & Chief Financial Officer |
| Cris Dolan | Executive Vice President |
| Kevin S. Lapidus | Sr. Vice President & General Counsel |
| Joseph Songer | Chief Controller, Acting CFO & Treasurer |
| Theresa Cagnina | Secretary |
| Merrell Stout | Assistant Secretary |
| Sherrill Imlay | Assistant Secretary |
| Phil Gross | Director of Engineering |
| Scott Hoyt | Vice President of Marketing |
| Ella Fontanals de Cisneros | Director |
| Thomas R. Eisenemann | Director |
| Donald R. Kaufmann | Director |
| Allon H. Lefever | Director |

ADDRESS FOR ALL: 1860 Michael Farraday Drive, Suite 200
Reston, Virginia 20190

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 10 PM 3:30

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:

A. DIRECTORS

Chairman: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 10 PM 3:30

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. Kevin Lapidus, Vice President

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 10 PM 3:30

State of Delaware
Office of the Secretary of State

PAGE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
100 APR 10 PM 3:30

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ONEMAIN.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 THIRTIETH 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.



Edward J. Freel

Edward J. Freel, Secretary of State

2930260 8300

001163267

AUTHENTICATION:

0351577

DATE:

03-30-00