

Division of Corporations

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Florida Department of State
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From: Account Name : RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL
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FOREIGN PROFIT QUALIFICATION

Power2Bid.com, Inc.

FILED
00 MAY -2 PM 1:08
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Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 2, 2000

RUDEN MCCLOSKEY SMITH SCHUSTER & RUSSELL PA

SUBJECT: POWER2BID.COM, INC.
REF: W00000011429

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.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 487-6043.

Shawn Logan
Document Specialist

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TALLAHASSEE, FLORIDA

FA#: H00-23401

**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. Power2Bid.com, Inc.

(Name of corporation: the word "INCORPORATED," "COMPANY," or "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. April 12, 2000

(Date of incorporation)

4. Perpetual

(Duration)

5. Applied for

(Federal Employer Identification number, if applicable)

6. Upon filing

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

7. 11300 US Highway One, Suite 400, North Palm Beach, FL 33408

(Current mailing address)

To engage in any lawful act or activity for which corporations are organized under the General Corporation Law of the State of Delaware and permitted under

8. (Corporate purpose and nature of business in which it is engaged in Florida)

the Florida Business Corporation

9. Names and addresses of officers and or directors:

A. Directors:

Chairman: Jim Gall

Address: 11300 US Highway One, Suite 400
North Palm Beach, FL 33408

Director
~~Vice Chairman~~: Vince Gelormine

Address: 11300 US Highway One, Suite 400
North Palm Beach, FL 33408

Director: Joshua Konigsberg

Address: 11300 US Highway One, Suite 400
North Palm Beach, FL 33408

Director: Eugene Wolter

Address: 11300 US Highway One, Suite 400
North Palm Beach, FL 33408

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B. Officers:

President: Joshua Konigsberg
Address: 11300 US Highway One, Suite 400
North Palm Beach, FL 33408

Vice President: _____
Address: _____

Secretary: Eugene Wolter
Address: 11300 US Highway One, Suite 400
North Palm Beach, FL 33408

Treasurer: Eugene Wolter
Address: 11300 US Highway One, Suite 400
North Palm Beach, FL 33408

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: Joshua Konigsberg
Office Address: 11300 US Highway One, Suite 400
North Palm Beach, Florida 33408
Zip Code

11. 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: _____

12. 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.

13. _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Joshua Konigsberg, President
(Name and capacity of person signing application)

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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 "POWER2BID.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 FOURTEENTH DAY OF APRIL, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "POWER2BID.COM, INC." WAS INCORPORATED ON THE TWELFTH DAY OF APRIL, A.D. 2000.

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



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

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0383753

DATE: 04-14-00