



THE UNITED STATES
CORPORATION
COMPANY

F00000002622

ACCOUNT NO. : 072100000032

REFERENCE : 678709 4304777

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia J. Jett
Talana Jett

ORDER DATE : April 27, 2000

ORDER TIME : 9:57 AM

ORDER NO. : 678709-005

CUSTOMER NO: 4304777

W-11728
500003238615--8

CUSTOMER: Ms. Sallie E. Brainard
Choate, Hall & Stewart
53 State St
Exchange Place
Boston, MA 02109-2891

FOREIGN FILINGS

NAME: ACCOUNT4.COM, INC.

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 MAY -3 PM 3:54

RECEIVED

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY -3 PM 5:02

3/1
5/1



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY -3 PM 5:02

May 4, 2000

CSC

RESUBMIT

Please give original
submission date as file date.

SUBJECT: ACCOUNT4.COM, INC.
Ref. Number: W00000011728

We have received your document for ACCOUNT4.COM, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report/uniform business report fees due this office.)

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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 400A00024

RECEIVED
00 MAY 10 PM 2:33
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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.

FILED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
00 HAB-3 PM 5:02

1. Account4.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. 04-3002234
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 12/14/87 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 1/03/2000
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 75 Wells Avenue, Newton, MA 02459

(Current mailing address)

8. Development, marketing, selling and supporting web-based computer software.
(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301
(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.

Susan A. Vertrees, Asst. Secy.
(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.

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Joseph J. Freeman

Address: 75 Wells Avenue

Newton, MA 02459

Director: _____

Address: _____

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

President: John J. Lucas

Address: 75 Wells Avenue

Newton, MA 02459

Vice President: _____

Address: _____

Secretary: Stephen M. Grange

Address: 75 Wells Avenue

Newton, MA 02459

Treasurer: Stephen M. Grange

Address: Same as above

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. John J. Lucas, President

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY -3 PM 5:02

State of Delaware
Office of the Secretary of State

PAGE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY -3 PM 5:02

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ACCOUNT4.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 TWENTY-SEVENTH DAY OF APRIL, A.D. 2000.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ACCOUNT4.COM, INC." WAS INCORPORATED ON THE FOURTEENTH DAY OF DECEMBER, A.D. 1987.




Edward J. Freel, Secretary of State

2146211 8300

001216149

AUTHENTICATION: 0406582

DATE: 04-27-00