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DIRECTOR OF ZONING AND
LAND USE PLANNING
MICHAEL E. ROEDER, AICP

May 19, 2000

Qualification/Tax Lien Section Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

100003263241--5 -05/23/00--01048--010 *****78.75 *****78.75

Re: SellPlace.com, Inc.

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Garey F. Butler Humphrey & Knott, P.A. 1625 Hendry Street, Suite 301 Fort Myers, FL 33901

Should you need to call someone concerning this matter, please call Garey F. Butler at (941) 334-2722. Enclosed is a check in the amount of \$78.75 for the filing fee and certified copy cost.

Sincerely yours,

HUMPHREY & KNOTT, P.A.

Garey F. Butler

GFB/tah

Enclosures

Name Availability Convenient

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. <u>Sellplace. Com, Inc.</u>	
(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.)	
Delaware, USA	
4. 10/30/99 5. Per Detual	
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")	
6. 1/1/2000	
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)	
7. PO Box 9208	
Ft Muers, Fl. 33902	_
Ft Myers, Fl. 33902 (Current mailing address)	- ·
(1.3.3.3.3.3.3.3.3.3.3.3.3.3.3.3.3.3.3.3	
8. C Commarce Sales / Crafts & merchand	
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)	
O Name and street address of Florida registered agents (B.O. Bay or Mail Draw Boy NOT accepted by	7
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)	
Name: CARLAMAE AnderSON	
Office Address: 2577 First St.	
''.' ' '''	
Ft Myeses, Florida, 33901 (Zip code)	
(Zip 6000)	
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.

Judesson

(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 onlyP.O. Box NOT acceptable)		
Chairman: Carlamae Anderson		
Address: 2577 FIRST		
Ft Myers, Fl. 33907		
Vice Chairman: Al Camentz	·	
Address: 13500 Siesta Pine Ct		
It. Myers, Fl. 33903		
7 . '		
Director: Steve Kamis		
Address: 13131 N.E. 1204 Lane A202	}	
Kirkland, WA 98034-8080		
Director:	-	
Address:		
	,	
B. OFFICERS (Street address only - P.O. Box NOT acceptable)		
President: Carlance D anderson		
Address: 2577 FIRST St		
Ft. Myers, FC 33902		
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12500 Cache Dia ///	A A F	
	- SE 23 LE	
Secretary: al Caments	—————————————————————————————————————	
Address:	<u> </u>	
Treasurer: Carlamae Anderson		
Address: above		
Teacher.		
	 	
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	n)	
14. CARLAMAE Anderson	,	
(Typed or printed name and capacity of person signing application)		

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 "SELLPLACE.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 NINTH DAY OF MAY, A.D. 2000.



Edward J. Freel, Secretary of State

DATE:

AUTHENTICATION:

0427696

001196426

8300

3102334

05-09-00