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SEAMAN AND ASHLEY

51 EAST 42<sup>ND</sup> STREET  
NEW YORK, NEW YORK 10017

DAVID P. SEAMAN\*

PERRY ASHLEY

ANN MARIE EGAN\*\*

\* ALSO MEMBER OF DISTRICT OF COLUMBIA BAR  
\*\* ALSO MEMBER OF MASSACHUSETTS BAR

TELEPHONE 212-697-9840  
TELECOPIER 212-697-9848  
E-MAIL Seamanashley@aol.com

HOWARD WEITZ, P.C.  
EDWIN A. MARGOLIUS  
ROBERT S. WARSHAW, P.C.  
OF COUNSEL

May 4, 2000

00855-00047-00071

MJH

Qualification/Tax Rule Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

W-12350  
800003241428--8  
-05/08/00--01001--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

CUS

Dear Sir or Madam:

I have enclosed an application by a foreign corporation for authorization to transact business in Florida. In support of the application I am enclosing (i) an original Certificate of Existence authenticated by the Secretary of State of the State of Delaware and (ii) a check for \$78.75 for registration and certification fees. Thank you for your cooperation and attention to this matter.

Sincerely,

*Tiffany Donovan*

Tiffany Donovan  
Law Clerk

TD/js  
Encl.

00 JUN - 1 AM 11:38  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

May 11, 2000

TIFFANY DONOVAN  
SEAMAN AND ASHLEY  
51 EAST 42ND STREET  
NEW YORK, NY 10017

SUBJECT: WEBNESS.COM, INC.  
Ref. Number: W00000012350

We have received your document for WEBNESS.COM, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

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) 487-6967.

Michelle Hodges  
Document Specialist

Letter Number: 500A00026426

### 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. Webness.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. 65-1002527  
(FEI number, if applicable)
- 4. April 4, 2000  
(Date of incorporation)
- 5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
- 6. 5/1/00  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
- 7. 2905 NE 190th Street, Miami, FL 33133  
(Current mailing address)

8. internet commerce  
(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: Adam Lewis

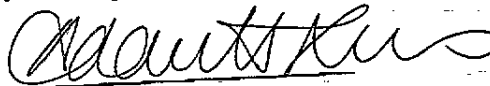
Office Address: 2905 NE 190th Street  
Miami, Florida, 33133  
(Zip code)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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.*

Adam Lewis



(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: Adam H. Lewis

Address: 2905 NE 190th St.

Miami, FL 33133

Director: Zanell Wessels

Address: 2905 NE 190th St.

Miami, FL 33133

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

President: Adam H. Lewis

Address: 2905 NE 190th St.

Miami, FL 33133

Vice President: Zanell Wessels

Address: 2905 NE 190th St.

Miami, FL 33133

Secretary: Zanell Wessels

Address: 2905 NE 190th St.

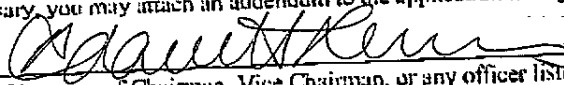
Miami, FL 33133

Treasurer: Zanell Wessels

Address: 2905 NE 190th St.

Miami, FL 33133

**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. Adam H. Lewis, President  
(Typed or printed name and capacity of person signing application)

Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WEBNESS.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-FOURTH DAY OF MAY, A.D. 2000.

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



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0456591

DATE: 05-24-00