

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : BERMAN WOLFE & RENNERT, P.A.
Account Number : 076103002011
Phone : (305) 577-4166
Fax Number : (305) 373-6036

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FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

FOREIGN PROFIT QUALIFICATION

WORLDOFWATCHES.COM, INC.

Certificate of Status	1
Certified Copy	1
Page Count	02
Estimated Charge	\$87.50

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6/1/00

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**APPLICATION BY FOREIGN CORPORATION
FOR AUTHORIZATION TO
TRANSACTION 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. The name of the corporation is: **WORLDWATCHES.COM, INC.**
2. The corporation was incorporated under the laws of the State of Delaware on May 31, 2000.
3. The duration of the corporation is perpetual.
4. The corporation began transacting business in the state of Florida on May 31, 2000.
5. The mailing address of the corporation is:

14001 NW 4th Street
Sunrise, Florida 33325

6. The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the State of Delaware and as permitted in the State of Florida.
7. The name and address of the registered agent and registered office of the corporation in the State of Florida is:

Berman Wolfe Rennert Vogel & Mandler, P.A.
35th Floor, NationsBank Tower
100 Southeast Second Street
Miami, Florida 33131-2130
Attn: Charles J. Rennert, Esq.

8. Having been named as registered agent 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

BERMAN WOLFE RENNERT VOGEL & MANDLER, P.A.

By: Charles J. Rennert
Charles J. Rennert, Vice President

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9. Attached is a certificate of good standing duly authenticated not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State of Delaware.
10. Names and Addresses of officers and directors of the corporation:

A. Directors

<u>Name</u>	<u>Address</u>
Alan Lipton	14001 NW 4 th Street, Sunrise, Florida 33325

B. Officers

<u>Name</u>	<u>Address</u>
Alan Lipton, President and Chief Executive Officer	14001 NW 4 th Street, Sunrise, Florida 33325
Jeffrey Kornblum, Vice President	14001 NW 4 th Street, Sunrise, Florida 33325
Amerisa Kornblum, Treasurer	14001 NW 4 th Street, Sunrise, Florida 33325
Grace Arrascaeta, Secretary	14001 NW 4 th Street, Sunrise, Florida 33325

IN WITNESS WHEREOF, the undersigned has duly executed this Application this 1st day of June 2000.

WORLDOFWATCHES.COM, INC.

By: 
Name: Grace Arrascaeta
Title: Secretary

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State of Delaware

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WORLDWATCHES.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 FIRST DAY OF JUNE, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "WORLDWATCHES.COM, INC." WAS INCORPORATED ON THE THIRTY-FIRST 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: 0471588

DATE: 06-01-00