



THE UNITED STATES
CORPORATION
COMPANY

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ACCOUNT NO. : 072100000032

REFERENCE : 725227 7168520

AUTHORIZATION :

Patricia Pysit

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ORDER DATE : June 8, 2000

ORDER TIME : 11:32 AM

ORDER NO. : 725227-005

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CUSTOMER NO: 7168520

CUSTOMER: Barbara Geary, Esq
Neptune Marketing Technologies
8687 E. Via De Ventura
#303
Scottsdale, AZ 85258

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 27 PM 4:26

FOREIGN FILINGS

NAME: SATURN MARKETING TECHNOLOGIES
OF NYC, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Mimi Stephens - Ext. 1128

RECEIVED
00 JUN 27 PM 2:23
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

h/4427

**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.*

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1. Saturn Marketing Technologies of NYC, 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. New York
(State or country under the law of which it is incorporated)
3. 22-3593367
(FEI number, if applicable)
4. 01/13/1998
(Date of incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. January 1, 2000
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 110 Leroy Street, Lower Level
New York, New York 10014
(Current mailing address)
to engage in any lawful act or activity for which a corporation may be organized under the New York Business Corporation Law and the Florida Corporation Law
8. Corporation Law
(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.

Corporation Service Company

By: Tabatha Fiorelli ASST VP
(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: John DiDomenico

Address: c/o Saturn Marketing, 110 Leroy Street, Lower Level
New York, New York 10014

Vice Chairman: Anthony Montagnino

Address: c/o Saturn Marketing, 110 Leroy Street, Lower Level
New York, New York 10014

Director: Todd Viscerto

Address: c/o Saturn Marketing 110 Leroy Street, Lower Level
New York, New York 10014

Director: _____

Address: _____

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

President: John DiDomenico

Address: c/o Saturn Marketing, 110 Leroy Street, Lower Level
New York, New York 10014

Vice President: Anthony Montagnino

Address: c/o Saturn Marketing, 110 Leroy Street, Lower Level
New Yor, New York —10014

Secretary: Barbara Geary

Address: 8687 E. Via de Ventura, Suite 303
Scottsdale, AZ 85258

Treasurer: Todd Viscerto

Address: c/o Saturn Marketing, 110 Lery Street, Lower Level
New York, New York 10014

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Barbara Geary
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Barbara Geary, Secretary

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

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State of New York | **ss:**
Department of State

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I hereby certify, that the Certificate of Incorporation of SATURN MARKETING TECHNOLOGIES OF NYC, INC. was filed on 01/13/1998, under the name of SATURN INTERNET TECHNOLOGIES OF N.Y.C., INC., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment SATURN INTERNET TECHNOLOGIES OF N.Y.C., INC., changing its name to SATURN MARKETING TECHNOLOGIES OF NYC, INC., was filed 07/08/1998.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 07th day of June
two thousand.



[Signature]
Special Deputy Secretary of State

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