

OCT-30-2000

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FROM: BUSINESS FILINGS INC

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T-209

P.001/004

F-356

Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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FOREIGN PROFIT QUALIFICATION

Simmons Marketing Exchange, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

RECEIVED
ALL INFORMATION
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FLORIDA

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H000000569392

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. Name of Corporation: Simmons Marketing Exchange, Inc.
2. State or Country under the law of which it is incorporated: Delaware
3. FEI number, if applicable:
4. Date of Incorporation: 10/10/00
5. Duration: Perpetual
6. Date first transacted business in Florida: Date of filing.
7. Current mailing address: 441 South Robson Road Building 108, Mesa, Arizona 85210
8. Purpose of corporation authorized in home state or country to be carried out in the state of Florida: All Lawfull Business
9. Name and street address of Florida registered agent:

Name: Michael Alfred Simmons

Office address: 5201 Southwest 23rd Terrace, Fort Lauderdale, Florida 33312. Located
in the County of Broward.

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.


(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.

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TALLAHASSEE FLORIDA

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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Michael Simmons

Address: 5201 S.W. 23rd Terrace, Fort Lauderdale, Florida 33312

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President: Michael A. Simmons

Address: 5201 S.W. 23rd Terrace, Fort Lauderdale, FL 33312

Vice President: Michael A. Simmons

Address: 5201 S.W. 23rd Terrace, Fort Lauderdale, FL 33312

Secretary: Michael A. Simmons

Address: 5201 S.W. 23rd Terrace, Fort Lauderdale, FL 33312

Treasurer: Michael A. Simmons

Address: 5201 S.W. 23rd Terrace, Fort Lauderdale, FL 33312

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

12. Michael A. Simmons
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

13. Michael A. Simmons President
(Typed or printed name and capacity of person signing application)

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T-209 P.002/004 F-356

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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 "SIMMONS MARKETING EXCHANGE, 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 SIXTEENTH DAY OF OCTOBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SIMMONS MARKETING EXCHANGE, INC." WAS INCORPORATED ON THE TENTH DAY OF OCTOBER, A.D. 2000.

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

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



Edward J. Freel
Edward J. Freel, Secretary of State

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AUTHENTICATION: 0736728

001521006

DATE: 10-16-00

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