

Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
850-222-1092

DATE: 11/8

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*****70.00 *****70.00

Corporation(s) Name

NEB Sonline, Inc.

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NOV - 8 PM 1:33
TALLAHASSEE, FL 32301
SECRETARY OF STATE

☒ Profit
☐ Nonprofit

☐ Amendment

☐ Merger

☒ Foreign
☐ LLC

☐ Dissolution
☐ Withdrawal

☐ Mark

☐ Limited Partnership
☐ Reinstatement
☐ UCC ☐ 1 or ☐ 3

☐ UBR
☐ Fictitious Name

☐ Other
☐ Ch. RA

***Special Instructions**

☐ Certified Copy

☐ Photocopies

☐ CUS

☐ Parts/amends/mergers ☐ Other-See Above

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Carol Clark

Thank You!

11/8

RECEIVED
TALLAHASSEE, FL 32301
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TO AGENT
SUFFICIENCY OF

**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. NEBSONline, 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 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. March 17, 2000 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1717 East 9th Street, Suite 2100, Cleveland, Ohio 44114
(Principal office address)

1717 East 9th Street, Suite 2100, Cleveland, Ohio 44114
(Current mailing address)

8. Any lawful purpose in the state of Florida
(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: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(City) (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.

CT Corporation System

Charlotte Renee Cruz
(Registered agent's signature)

Charlotte Renee Cruz, Asst. Secretary

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

A. DIRECTORS

Chairman: Bruce Kosinski

Address: 1717 East 9th Street, Suite 2100
Cleveland, Ohio 44114

Vice Chairman: Director: Eileen Kosinski

Address: 1717 East 9th Street, Suite 2100
Cleveland, Ohio 44114

Director: Barry Kaiman

Address: 1717 East 9th Street, Suite 2100
Cleveland, Ohio 44114

Director: Michael Duffy

Address: 1717 East 9th Street, Suite 2100
Cleveland, Ohio 44114

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B. OFFICERS *Listed on the Addendum attached hereto and made a part hereof.

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Michael J. Duffy Chief Financial Officer & Treasurer
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Michael J. Duffy, Chief Financial Officer & Treasurer
(Typed or printed name and capacity of person signing application)

ADDENDUM TO APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

NEBSONLINE, INC.

SECTION 12B-OFFICERS

<u>Name/Address</u>	<u>Title</u>
Bruce Kosinski 1717 E. 9 th Street, Suite 2100 Cleveland, Ohio 44114	Chairman and Chief Executive Officer
Barry Kaiman 1717 E. 9 th Street, Suite 2100 Cleveland, Ohio 44114	President and Chief Operating Officer
Michael Duffy 1717 E. 9 th Street, Suite 2100 Cleveland, Ohio 44114	Chief Financial Officer and Treasurer
Neil Schneider 1717 E. 9 th Street, Suite 2100 Cleveland, Ohio 44114	Executive Vice President
Eileen Kosinski 1717 E. 9 th Street, Suite 2100 Cleveland, Ohio 44114	Executive Vice President and Secretary
Joseph Scaffidi 1717 E. 9 th Street, Suite 2100 Cleveland, Ohio 44114	Vice President
Betsy Kapp 1717 E. 9 th Street, Suite 2100 Cleveland, Ohio 44114	Vice President of Administration
Joseph Adamo 1717 E. 9 th Street, Suite 2100 Cleveland, Ohio 44114	Financial and Operations Officer
David Snowden 1717 E. 9 th Street, Suite 2100 Cleveland, Ohio 44114	Director of Information Technology

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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 "NEBSONLINE, 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 THIRTY-FIRST 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: 0766086

DATE: 10-31-00