

F00000006482

TRANSMITTAL LETTER

To: Registration Section  
Division of Corporations

SUBJECT: \_\_\_\_\_  
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

MICHAEL R. TILLEY

(Name of Person)

(Firm/Company)

2000 Glades Road, Ste 208

(Address)

Boca Raton, FL 33431

(City/State/Zip)

FILED  
NOV 17 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Should you need to call someone concerning this matter, please call:

100002978571--3  
-09/03/99--01076--014  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Michael R. Tilley, Esq. ( 561 ) 392-5707

(Name of Person)

(Area Code & Daytime Telephone Number)

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

2-10  
F00-6482  
QR

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee    ☐ \$78.75 Filing Fee & Certificate of Status    ☐ \$78.75 Filing Fee & Certified Copy    ☒ \$87.50 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

September 8, 1999

MICHAEL R. TILLEY  
2000 GLADES ROAD, SUITE 208  
BOCA RATON, FL 33431

SUBJECT: THE NEXXUS GROUP, INC.  
Ref. Number: W99000020738

We have received your document for THE NEXXUS GROUP, INC. and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

A certificate of existence, 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) 487-6020.

Tammi Cline  
Document Specialist

Letter Number: 499A00044428

FILED

NOV 17 PM 5:00

*Law Offices of*  
**TILLEY & CHAPMAN**

MICHAEL R. TILLEY  
KRISTINE M. CHAPMAN

NATIONSBANK BUILDING  
2000 GLADES ROAD • SUITE 208  
BOCA RATON, FLORIDA 33431

(561) 392-5707  
TELEFAX (561) 368-0709

November 16, 2000

Florida Department of State  
Attn: Tammi Cline, Document Specialist  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

Re: Ref. No: W990000207378

Dear Tammy:

This is the application by foreign corporation that we discussed by telephone. The application was originally submitted in an unacceptable name, "**THE NEXXUS GROUP, INC.**" in September, 1999.

The corporation has changed its name and wishes for the application process to continue under its new name: "**NEXXUS GROUP WORLDWIDE HOLDINGS, INC.**" As requested, the original of the certification from the State of Delaware accompanies this letter.

My understanding is that the application can proceed as submitted with the name change. With the exception of the name of the corporation, there have been no changes from the information originally submitted on the application.

Thank You!

Very truly yours,



Michael R. Tilley

*Enclosure*

FILED  
NOV 17 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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. THE NEXXUS Group Worldwide Holdings, 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. 65-0934606  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 7, 1999 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. a. 1045 E. Atlantic Ave., Ste 214, Delray Beach, FL 33483  
(Principal office address)
- b. (same)  
(Current mailing address)
8. Computer software systems consultation and education  
(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)

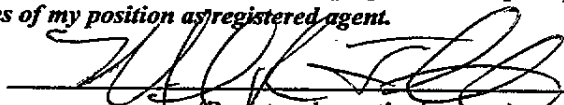
Name: Michael R. Tilley, Attorney

Office Address: 2000 Glades Road, Ste 208

Boca Raton, Florida 33431  
(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.*

  
(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.

FILED  
09 NOV 17 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

## A. DIRECTORS

Chairman:

~~SHAWNNE THOMAS~~ JENNIFER BARRY

Address:

3220 FREDERICK BLVD. UNIT 41  
DELRAY BEACH, FL. 33483

Vice Chairman:

SHAWNNE THOMAS

Address:

891 N.W. 85<sup>TH</sup> Terrace #1503  
Plantation FL 33324

Director:

JENNIFER BARRY

Address:

3220 FREDERICK BLVD. UNIT 41  
DELRAY BEACH, FL. 33483

Director:

SHAWNNE THOMAS

Address:

(Same as above)

## B. OFFICERS

President:

SHAWNNE THOMAS

Address:

891 NW 85<sup>TH</sup> TERRACE #1503  
Plantation, Florida 33324

Vice President:

JENNIFER BARRY

Address:

3220 FREDERICK BLVD. UNIT 41  
DELRAY BEACH, FL. 33483

Secretary:

JENNIFER BARRY

Address:

(Same as above)

Treasurer:

SHAWNNE THOMAS

Address:

(Same as above)

FILED  
NOV 17 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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.

JENNIFER BARRY, Vice President, Chairman

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

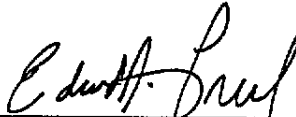
*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "THE NEXXUS GROUP, INC.", CHANGING ITS NAME FROM "THE NEXXUS GROUP, INC." TO "NEXXUS GROUP WORLDWIDE HOLDINGS, INC.", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF OCTOBER, A.D. 2000, AT 9-O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



  
Edward J. Freel, Secretary of State

3066582 8100

001533787

AUTHENTICATION: 0774909

DATE: 11-03-00

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 10/23/2000  
001533787 - 3066582

**CERTIFICATE OF AMENDMENT OF**  
**THE NEXXUS GROUP, INC.**

(Pursuant to Section 242 of Title 8, Delaware Code of 1953 as amended)

We, the undersigned, constituting the entire Board of Directors and the sole shareholders and officers of the above named corporation, a corporation organized under and by virtue of the general corporation laws of the State of Delaware, DO  
HEREBY CERTIFY:

FIRST, that at a meeting of the Board of Directors and shareholders of said corporation, duly held and convened, resolutions were unanimously adopted setting forth a proposed amendment to the Certificate of Incorporation, as amended, of said corporation and declaring said amendment advisable.

RESOLVED, that the Certificate of Incorporation of this corporation be, and it hereby is, amended by changing Article First, as amended, to read as follows:

FIRST: The name of the corporation is:

Nexus Group Worldwide Holdings, Inc.

IN WITNESS WHEREOF we, the sole directors, shareholders and officers of The Nexus Group, Inc., have duly executed this Certificate of Amendment this 3<sup>rd</sup> day of November, 2000.

  
Shaunne Thomas

  
Jennifer Barry