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FILED
DEC 28 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 945133 7234864

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : December 26, 2000

ORDER TIME : 9:23 AM

ORDER NO. : 945133-005

CUSTOMER NO: 7234864

CUSTOMER: Ms. Jennifer Gomez
Art Net International, Inc.
Suite 210
671 Front Street
Kissimmee, FL 34747

400003515524-7
-12/28/00-01021-007
*****87.50 *****87.50

FOREIGN FILINGS

NAME: ARTNET INTERNATIONAL,
INCORPORATED

FILE FIRST

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER: _____

3/K 12/28

RECEIVED
00 DEC 28 AM 9:59
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
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. Artnet INTERNATIONAL, 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. Nevada, USA

(State or country under the law of which it is incorporated)

3. 91-2026862

(FEI number, if applicable)

4. October 1 - 1999

(Date of incorporation)

5. PERPETUAL

(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. ARTEXPERT.COM 671-WEST FRONT St. Celebration FL 34747

(Principal office address)

ARTEXPERT.COM 671 W. FRONT ST. Suite 210, Celebration FL 34747

(Current mailing address)

8. INTERNET SALES - Doing Business in 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: Octavio Gomez

Office Address: 671 W. FRONT ST. Suite 210

Celebration, FL

(City)

, Florida 34747

(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.

Octavio Gomez

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

A. DIRECTORS

Chairman: William A. WYLAND

Address: 671 W. FRONT St. Suite 210
Celebration FL 34747

Vice Chairman: Octavio Gomez

Address: 671 W. FRONT St. Suite 210
Celebration FL 34747

Director: David Gray

Address: 671 W. FRONT St. Suite 210
Celebration FL 34747

Director: G. Tyler Runnels

Address: 671 - WEST FRONT St. Suite 210
Celebration FL 34747

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B. OFFICERS

President: William WYLAND

Address: 671 W FRONT ST, Suite 210
Celebration FL 34747

Vice President: Octavio Gomez

Address: 671 W. FRONT St. Suite 210
Celebration FL 34747

Secretary: Octavio Gomez

Address: Same as above

Treasurer: David GRAY

Address: 671 W. FRONT St. Suite 210

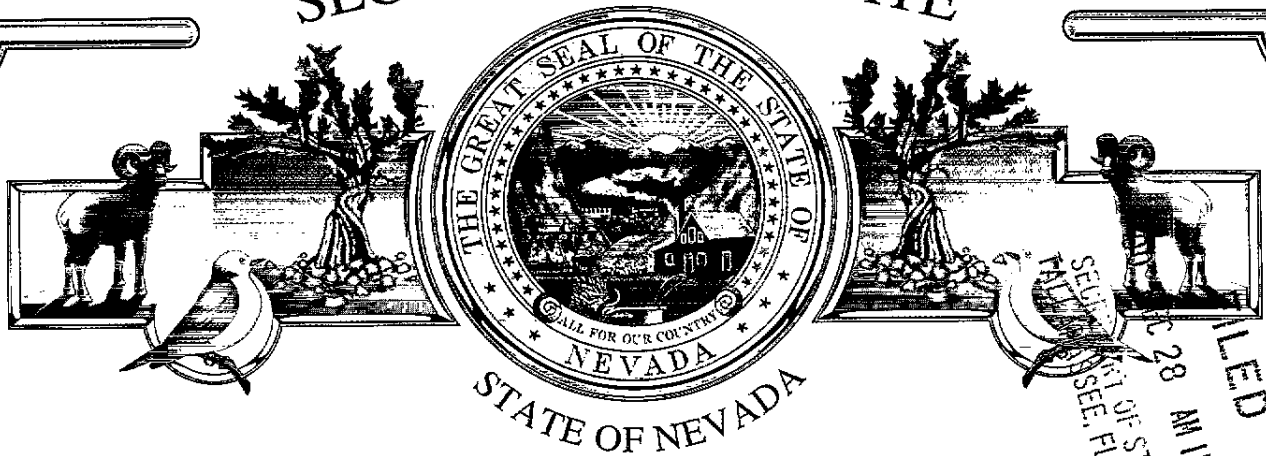
DIRECTOR: G. TYLER Runnels
Address Same as above

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

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

14. C.E.O. / Secretary / Director - Octavio Gomez
(Typed or printed name and capacity of person signing application)

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

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TALLAHASSEE, FLORIDA

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **ARTNET INTERNATIONAL, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since October 1, 1999, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of State, at my office, in
Carson City, Nevada, on December 26, 2000.



Dean Heller

Secretary of State

By

Sacquette Wray
Certification Clerk