

F01000000612

TRANSMITTAL LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: VIDEXPRESS IP HOLDINGS, INC  
(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:

Brad Krassner

(Name of Person)

700003573317--2

01/24/01--01074--008

\*\*\*\*\*87.50 \*\*\*\*\*87.50

JS

(Firm/Company)

930 Washington Ave, 5th Floor

(Address)

Miami Beach, FL 33139

(City/State and Zip code)

For further information concerning this matter, please call:

Gerrie Henriques

(Name of Person)

at ( 305 ) 672 99 80

(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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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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

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

January 25, 2001

BRAD KRASSNER  
930 WASHINGTON AVE., 5TH FLOOR  
MIAMI BEACH, FL 33139

SUBJECT: VI@EXPRESS IP HOLDINGS, INC.  
Ref. Number: W01000001965

We have received your document for VI@EXPRESS IP HOLDINGS, 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:

A certificate of existence or a certificate of good standing, 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) 487-6958.

Lee Rivers  
Document Specialist

Letter Number: 501A00004338

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

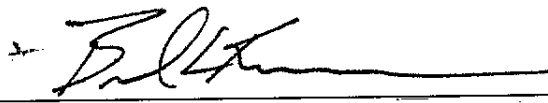
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

*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. VIDEXPRESS IP 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. 65 105 8023  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. May 3, 2000 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Undetermined but not before February 1, 2001  
(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. 930 Washington Ave, 5th Floor  
(Principal office address)  
Miami Beach, FL 33133  
(Current mailing address)
8. to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Delaware, including but not limited to, e-commerce technology  
(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: Brad L. Krassner  
Office Address: 930 Washington Ave, 5th FL  
Miami Beach, Florida 33139  
(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.*

 1/23/2001  
(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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CLERK OF STATE  
TALLAHASSEE FLORIDA

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

A. DIRECTORS

Chairman: Brad L Krassner

Address: 930 Washington Ave, 5th Floor  
Miami Beach, FL 33139

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Derek Fromm

Address: 930 Washington Ave, 5th Floor  
Miami Beach, FL 33139

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

B. OFFICERS

President: Brad L Krassner

Address: Same as above

Vice President, Treasurer and Secretary : Derek Fromm

Address: Same as above.

Assistant Secretary: Gerrie Henriques

Address: 930 Washington Ave, 5th Floor, Miami Beach, FL 33139.

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

13. \* [Signature] \* BK 1/23/2001  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. \_\_\_\_\_  
(Typed or printed name and capacity of person signing application)

*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VI@EXPRESS IP HOLDINGS, 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 TWENTY-SECOND DAY OF NOVEMBER, A.D. 2000.

FILED  
01 JAN 29 PM 9:41  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA



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

AUTHENTICATION: 0808808

DATE: 11-22-00