

FOI000001572

CORPORATION(S) NAME

Software Plus, Ltd. D/b/a SWP Net, Inc.

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FILED
01 MAR 22 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3000038863283-3
-03/23/01-01002-004
*****70.00 *****70.00

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660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

RJM
3/22

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Software Plus, Ltd., a Missouri corporation, doing business in Florida as Software Plus, Inc.
(Name of corporation - must include suffix)

01 MAR 22 AM 10:30
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TALLAHASSEE, FLORIDA

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:

Mark Z. Schraier
(Name of Person)
Blumenfeld, Kaplan & Sandweiss, P.C.
(Firm/Company)
168 N. Meramec Avenue, 4th Floor
(Address)
St. Louis, Missouri 63105
(City/State and Zip code)

For further information concerning this matter, please call:

Mark Z. Schraier at (314) 863-0800
(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

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

RESOLUTION

I, Larry Malashock, do hereby certify that this Resolution of the Board of Directors of Software Plus, Ltd., a corporation duly organized and existing under the laws of the State of Missouri, was duly adopted on March 1, 2001. Be it resolved, that Software Plus, Ltd., organized and existing in the State of Missouri, hereby adopts the name SWP Net, Inc. for use in Florida.

Dated: March 1, 2001


Larry Malashock, Vice President

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STATE DEPT 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.

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TALLAHASSEE, FLORIDA

1. Software Plus, Ltd., a Missouri corporation, doing business in Florida as SWP Net, 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. Missouri 3. 36-3265489
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 12/01/1983 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. 10880 Baur Blvd., St. Louis, MO 63132
(Principal office address)

same
(Current mailing address)

Sale of computer software and peripherals.

8. _____
(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: C T 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.

By: *[Signature]* C T Corporation System
Asst. Secy. (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.

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

A. DIRECTORS

SEE ATTACHMENT

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Larry Malashock

Address: 10880 Baur Blvd.

St. Louis, MO 63132

Director: Patricia Malashock

Address: 10880 Baur Blvd.

St. Louis, MO 63132

B. OFFICERS

President: Patricia Malashock

Address: 10880 Baur Blvd.

St. Louis, MO 63132

Vice President: Larry Malashock

Address: 10880 Baur Blvd.

St. Louis, MO 63132

Secretary: Larry Malashock

Address: 10880 Baur Blvd. St. Louis, MO 63132

Treasurer: Patricia Malashock

Address: 10880 Baur Blvd., St. Louis, MO 63132

SEE ATTACHMENT

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

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

14. Patricia Malashock, President
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SOFTWARE PLUS, LTD., a Missouri corporation,
Doing Business in Florida as SWP Net, Inc.

Additional Officers:

Patricia Malashock
10880 Baur Blvd.
St. Louis, MO 63132

Chief Executive Officer, Assistant Secretary

Steve Wiggins
10880 Baur Blvd.
St. Louis, MO 63132

Vice-President of Corporate Sales

Steve Schleuter
10880 Baur Blvd.
St. Louis, MO 63132

Vice-President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

No. 00258617

STATE OF MISSOURI



Matt Blunt
Secretary of State

01 MAR 22 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

CORPORATION DIVISION

CERTIFICATE OF CORPORATE GOOD STANDING

I, MATT BLUNT, Secretary of State of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

SOFTWARE PLUS, LTD.

was incorporated under the laws of this State on the 1st day of DECEMBER, 1983, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 19th day of MARCH, 2001.


Secretary of State

