

Division of Corporations

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Florida Department of State
 Division of Corporations
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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

FOREIGN PROFIT QUALIFICATION

BALIZE, INC.

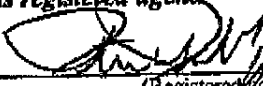
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 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

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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. Balize, 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
(State or country under the law of which it is incorporated)
3. 95-4805107
(FEI number, if applicable)
4. June 2, 2000
(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. 6700 North Andrews Avenue, Suite 401, Fort Lauderdale, Florida 33309
(Principal office address)
- 6700 North Andrews Avenue, Suite 401, Fort Lauderdale, Florida 33309
(Current mailing address)
8. Software Development
(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 acceptable)
Name: Peter W. Preksto
Office Address: 6700 North Andrews Avenue, Suite 401
Fort Lauderdale, Florida 33309
(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.

(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: Jan Aage Rønnes
 Address: 6700 North Andrews Avenue, Suite 401, Fort Lauderdale, Florida 33309

Vice
 Chairman: N/A
 Address: _____

Director: Hans Othar Blix
 Address: 6700 North Andrews Avenue, Suite 401, Fort Lauderdale, Florida 33309

Director: Erik Baklid
 Address: 6700 North Andrews Avenue, Suite 401, Fort Lauderdale, Florida 33309

*See attached Addendum.

B. OFFICERS

President: Peter W. Preksto
 Address: 6700 North Andrews Avenue, Suite 401, Fort Lauderdale, Florida 33309

Vice
 President: Ron Vigdor
 Address: 6700 North Andrews Avenue, Suite 401, Fort Lauderdale, Florida 33309

Secretary: Denise J. Davert
 Address: 2772 Johnson Avenue, Suite 204, Ventura, California 93001

Treasurer: Denise J. Davert
 Address: 2772 Johnson Avenue, Suite 204, Ventura, California 93001

*See attached Addendum.

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. Peter W. Preksto, President
 (Typed or printed name and capacity of person signing application)

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ADDENDUM

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

A. DIRECTORS (Continued from previous page)

Director: Ron Vigdor
Address: 6700 North Andrews Avenue, Suite 401, Fort Lauderdale, Florida 33309

Director: Peter W. Preksto
Address: 6700 North Andrews Avenue, Suite 401, Fort Lauderdale, Florida 33309

B. OFFICERS (Continued from previous page)

Chief
Executive
Officer: Jan Aage Retnes
Address: 6700 North Andrews Avenue, Suite 401, Fort Lauderdale, Florida 33309

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State of Delaware
Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BALIZE, 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 TWENTIETH DAY OF APRIL, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BALIZE, INC." WAS INCORPORATED ON THE SECOND DAY OF JUNE, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1092281

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DATE: 04-20-01
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