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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To: Division of Corporations
Fax Number : (850)205-0383

From: Account Name : AGENTS AND CORPORATIONS, INC
Account Number : I20010000112
Phone : (302)575-0875
Fax Number : (302)575-1642

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TALLAHASSEE, FLORIDA

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FOREIGN PROFIT QUALIFICATION

Commerce Thru Digital Technology, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$70.00

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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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. Commerce Thru Digital Technology, 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. 59-3702328
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 10, 2000 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. 8517 South Park Circle, Suite 290, Orlando, FL 32819
(Principal office address)

8517 South Park Circle, Suite 290, Orlando, FL 32819
(Current mailing address)

8. selling computer software
(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: Agents and Corporations, Inc.

Office Address: Suite E, 773 4th Avenue North

Naples, Florida 34102
(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: Michael Rivers, PhD

Address: 8517 South Park Circle, Suite 290, Orlando, FL 32819

Vice Chairman:

Address:

Director: Michael Rivers, PhD

Address: 8517 South Park Circle, Suite 290, Orlando, FL 32819

Director:

Address:

B. OFFICERS

President: Michael Rivers, PhD

Address: 8517 South Park Circle, Suite 290, Orlando, FL 32819

Vice President:

Address:

Secretary: Anette White

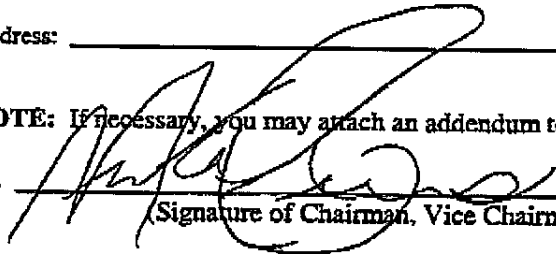
Address: 8517 South Park Circle, Suite 290, Orlando, FL 32819

Treasurer:

Address:

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.

Michael Rivers, PhD

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

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State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COMMERCE THRU DIGITAL TECHNOLOGY, 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 THIRTIETH DAY OF MAY, A.D. 2001.

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FROM THE SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1159910

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DATE: 05-30-01

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I, Michael Rivera, PhD, consent to the use of name Commerce Thru Digital Technology, Inc. being the Managing Member of Commerce Thru Digital Technology, LLC executed on this 29th day of May, 2001.

[Handwritten Signature]
 Michael Rivera, PhD, Managing Member

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(800) 531-2208 • email www.digitalcommerce.org

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Arizona Office	6615 N. Scottsdale Rd. • Suite 30 • Scottsdale, AZ 85250	Phone (480) 368-9900 • Fax (480) 368-7512
New York Office	404 Park Avenue South • Suite 1205 • New York, NY 10016	Phone (718) 260-5027 • Fax (718) 250-5254