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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

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SUBJECT: NuEworld.com Commerce, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

MJH

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:

Linda Ringgenberg
(Name of Person)

NuEworld.com Commerce, Inc.
(Firm/Company)

8001 Irvine Center Dr, 4th Floor
(Address)

Irvine, CA 92618
(City/State and Zip code)

For further information concerning this matter, please call:

Paul Johnson at (877) 418-6145
(Name of Person) (Area Code & Daytime Telephone Number)

FILED
01 AUG 24, PM 4:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

**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. NuEworld.com Commerce, 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. 33-0883084
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 16, 2001 5. _____
(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. 2255 Glades Rd, Ste 219A, Boca Raton, FL 33431
(Principal office address)
8001 Irvine Center Dr, 4th Flr, Irvine, CA 92618
(Current mailing address)
8. E-commerce with Direct marketing
(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: Linda Ringgenberg
Office Address: 2255 Glades Rd, Ste 219A
Boca Raton, Florida 92618
(City) (Zip code)

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TALLAHASSEE, FLORIDA

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.

Linda Ringgenberg

(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

Chairman: Juan Alexander Arnold

Address: 16813 Polofields Lane
Louisville, KY 40245

Vice Chairman: _____

Address: _____

Director: Thomas C McCarthy

Address: PO Box 132
Rancho Santa Fe, CA 92067

Director: Scott Mercker

Address: 7004 Harrods Landing Dr
Prospect, KY 40059

B. OFFICERS

President: Juan Alexander Arnold

Address: 16813 Polofields Lane
Louisville, KY 40245

Vice President: _____

Address: _____

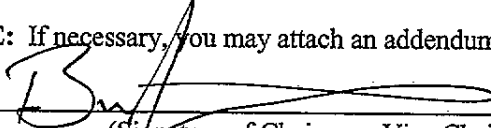
Secretary: Timothy C. Ringgenberg

Address: 10361 Calle Independencia, Fountain Valley, CA 92708

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. Brian Johnson, Chief Operating Officer
(Typed or printed name and capacity of person signing application)



12. B.

Additional Officers of NuEworld.com Commerce, Inc.

Scott Mercker
Chief Executive Officer
7004 Harrods Landing Dr
Prospect, KY 40059

Brian Johnson
Chief Operating Officer
8001 Irvine Center Dr, 4th Floor
Irvine, CA 92618

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NUEWORLD.COM COMMERCE, 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 AUGUST, A.D. 2001.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3195586 8300

AUTHENTICATION: 1303010

010377228

DATE: 08-20-01