TININAMA

| TUUUUD 56/2 |
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| TO: Registration Section Division of Corporations |
| SUBJECT: Electronic Resellers Association International |
| 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: 4000045483164010/22/0101060007 ******70.00 ******70.00 |
| Electronic Resellers Association International (Firm/Company) |
| P.O. Box 1308 |
| Plymouth, ma 023(02 W01-2454) (City/State and Zip code) |
| For further information concerning this matter, please call: |
| (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 \$\Boxed{\sigma} \$78.75 Filing Fee & \$\Boxed{\sigma} \$87.50 Filing Fee, Certificate of Status Certified Copy Certificate of Status & Certified Copy |





FLORIDA DEPARTMENT OF STATE

Katherine Harris Secretary of State

October 23, 2001

KRISTAL SNIDER ELECTRONIC RESELLERS ASSOCIATION INTL IN PO BOX 1308 PLYMOUTH, MA 02362

SUBJECT: ELECTRONIC RESELLERS ASSOCIATION INTERNATIONAL, INC. Ref. Number: W01000024548

We have received your document for ELECTRONIC RESELLERS ASSOCIATION INTERNATIONAL, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$55.00. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The fee and form you submitted were for a corporation, but your entity is a limited liability company. Enclosed is the correct form for your entity.

Please return your document, along with a copy of this letter, within 60 days or ω

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers Document Specialist

Letter Number: 501A00058391

SECRETARY OF STATE DIVISION OF CORPORATIONS

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

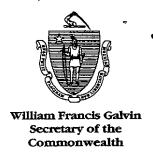
IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA. (Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.) sachuseH.S tate or country under the law of which it is incorporated) Year corp. will cease to exist or "perpetual") If corporation has not transacted business in Florida, insert "upon qualification.") (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.) (Current mailing address) (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: Office Address: 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.

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.

(Registered agent's signature)

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

| A. DIRECTORS | | | | |
|---|---|-----------------------|-----------------|------------------|
| Chairman: | * | - 22 | | gr, - marine com |
| Address: | | | | |
| | | | | |
| Vice Chairman: | | | | |
| Address: | | | | |
| | | | 9 | No. |
| Director: | | | - | |
| | | | ည် | |
| Address: | | | | CONTROL STE |
| Director: | | No. | <u></u> | 3 R |
| Address: | | | | |
| | | | | |
| President: Kristal Snide Address: HIOD COrporate Naples, FL 3 | Sq 41 | re Un | | <u> </u> |
| | | | | |
| Address: | | | | |
| Secretary: | | | | |
| Address: | | | | |
| reasurer: Mack Snide | | | | |
| address: 4100 Corporate | -5au | are U | ni+11 | 09 |
| Naples, FL 30 | 1040 | | | <u>~i</u> _ |
| NOTE: If necessary, you may attach an addendum to the | application listing a | dditional officers an | d/or directors. | |
| 3. | 200 - 100 - | <u></u> - | · · | |
| Signature of Chairman, Vice Chairman, o | r any officer listed i | n number 12 of the | application) | |
| 4. Kristal S'nider, | Presic | lent | | |
| (Typed or printed name and capac | ity of person signing | g application) | | |



The Commonwealth of Massachusetts Secretary of the Commonwealth

State Kouse, Boston, Massachusetts 02133

October 16, 2001

TO WHOM IT MAY CONCERN:

I hereby certify that

ELECTRONIC RESELLERS ASSOCIATION INC.

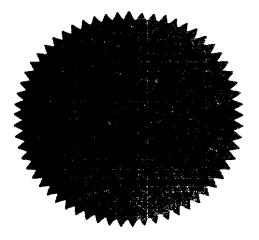
appears by the records of this office to have been incorporated under the General Laws of this Commonwealth on August 13, 1996.

I also certify that by Articles of Amendment filed here April 22, 1997, the name of said corporation was changed to

ELECTRONIC RESELLERS ASSOCIATION INTERNATIONAL, INC.

I also certify that so far as appears of record here, said corporation still has legal existence.





In testimony of which, I have hereunto affixed the Great Seal of the Commonwealth on the date first above written.

William Travin Galicin

Secretary of the Commonwealth

* MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.