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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: INTERNATIONAL ALLIANCE OF ELECTRONIC DISTRIBUTORS
(Name of corporation - must include suffix) INC.

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:

CHERYL A. CURRAN
(Name of Person)

INTERNATIONAL ALLIANCE OF ELECTRONIC DISTRIBUTORS
(Firm/Company) INC.

P.O. BOX 1308
(Address)

PLYMOUTH MA 02362
(City/State and Zip code)

For further information concerning this matter, please call:

800004671449--0
-11/07/01--01080--003
*****70.00 *****70.00

Cheryl A. Curran at (508) 746-8475 WO1-25853
(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

FILED
02 JAN -9 PM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 9, 2001

CHERYL A. CURRAN
PO BOX 1308
PLYMOUTH, MA 02362

SUBJECT: INTERNATIONAL ALLIANCE OF ELECTRONICS DISTRIBUTORS,
INC.

Ref. Number: W01000025853

We have received your document for INTERNATIONAL ALLIANCE OF ELECTRONICS DISTRIBUTORS, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Unfortunately, the enclosed certified copy does not meet our filing requirements. We require a certificate of existence, which usually consists of a single sheet of paper and clearly reflects the entity is a valid entity in its home state/country. You can obtain the certificate of existence from the same office that provided you with the certified copy.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Michael Mays
Document Specialist

Letter Number: 601A0006089

02 JAN -9 PM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**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. INTERNATIONAL ALLIANCE OF ELECTRONIC DISTRIBUTORS 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. 22-3833395
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 8/17/2001 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 10/15/2001
(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. 3028-B 9TH ST NORTH ST. PETERSBURG FL 33701
(Principal office address)

3028-B 9TH ST NORTH ST. PETERSBURG FL 33701
(Current mailing address)

8. WHOLESALE DISTRIBUTION
(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)

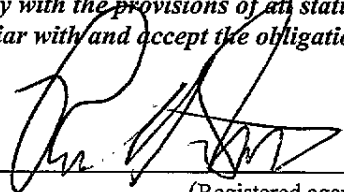
Name: Richard A. Smith

Office Address: IAED
3028-B 9TH ST.

ST PETERSBURG, Florida 33701
(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.

X 
(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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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: MARK A. SNIDER

Address: 630 LAMBTON LN

NAPLES FL 34104

C.F.O. Vice President: RICHARD A SMITH

Address: 866 35TH AVE. NORTH

ST PETERSBURG, FL 33704

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. X _____

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

14. RICHARD A. SMITH C.F.O.

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

FILED
02 JAN -9 PM 1:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Delaware

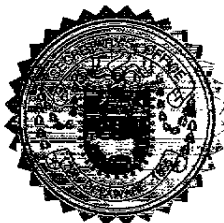
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INTERNATIONAL ALLIANCE OF ELECTRONIC DISTRIBUTORS, 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 THIRD DAY OF JANUARY, A.D. 2002.

FILED

02 JAN -9 PM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3426729 8300

AUTHENTICATION: 1537882

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DATE: 01-03-02