

CT CORPORATION SYSTEM

F02000002344

CORPORATION(S) NAME

SportBrain International, Inc.

FILED
02 MAY 10 PM 4 15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(4)

RECEIVED
02 MAY 10 PM 3 13
DIVISION OF CORPORATION

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

5/10/02

BK

Order#: 5304643

kf

Ref#: 708885504297--5
-05/13/02--01001--005
*****70.00 *****70.00
Amount: \$ _____

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

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. SportBrain International, 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 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. 91-2163412

(FEI number, if applicable)

4. October 26, 2001

(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. 7512 Doctor Phillips Blvd., Suite 50-902, Orlando, FL 32819
(Principal office address)

7512 Doctor Phillips Blvd., Suite 50-902, Orlando, FL 32819
(Current mailing address)

8. Internet Technology

(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: Naples-Lawdock, Inc.

Office Address: 4501 Tamiami Trail North, Ste. 300

Naples

(City)

Florida 34103-3060

(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.

Naples-Lawdock, Inc.

By: Kimberly Johnson

(Registered agent's signature)

Kimberly Johnson of Naples-Lawdock, Inc.

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Harry Heslop

Address: 7512 Doctor Phillips Blvd., Suite 50-902
Orlando, FL 32819

Director: _____

Address: _____

B. OFFICERS

President: Harry Heslop

Address: same as above

Vice President: _____

Address: _____

Secretary: James Wood

Address: 5363 Shadywood Lane, Orlando, FL 32819

Treasurer: Harry Heslop

Address: same as above

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. James Wood, Secretary

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

FILED
02 MAY 10 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

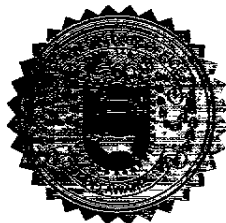
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SPORTBRAIN INTERNATIONAL, 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 TWENTY-SIXTH DAY OF APRIL, A.D. 2002.

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

FILED
MAY 10 PM 4:15
02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



3450782 8300

020266696

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1744146

DATE: 04-26-02

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(City) (Zip code)

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Naples-Lawdock, Inc.

By:

Kimberly Johnson of Naples-Lawdock, Inc.
(Registered agent's signature)

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Address: _____

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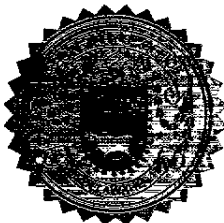
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