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June 10, 2002

Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

Re: **Registration of Pancho Networks, Inc.**

Ladies and Gentlemen:

Enclosed please find Transmittal Letter and Application by Foreign Corporation for Authorization to Transact Business in Florida, a Certificate of Good Standing from Delaware, and a check in the amount of \$87.50 for the filing fee.

Kindly acknowledge receipt of the enclosures by date stamping the extra copy of the Application enclosed for that purpose and returning it to me in the enclosed envelope.

Also, as indicated on the Transmittal Letter, please send me a Certificate of Status and Certified Copy of the Application.

If you have any questions, please telephone the undersigned.

Thank you for your attention to this matter.

Very truly yours,

*Kathleen M. Hadney*  
Kathleen M. Hadney  
Legal Assistant

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**F02-2979**

Enclosures  
cc: Kevin Cain, Esq.

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## TRANSMITTAL LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Pancho Networks, Inc.  
(Name of corporation - must include suffix)

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:

Kenneth Elmore, Esq.  
(Name of Person)  
Peabody & Arnold LLP  
(Firm/Company)  
50 Rowes Wharf  
(Address)  
Boston, Massachusetts 02110  
(City/State and Zip code)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Kenneth Elmore, Esq. at ( 617 ) 951-2100  
(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

**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. **Pancho Networks, 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**

(State or country under the law of which it is incorporated)

3. **pending**

(FEI number, if applicable)

4. **May 31, 2002**

(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. **2394 SW 27th Lane, Miami, Florida 33133**

(Principal office address)

**2394 SW 27th Lane, Miami, Florida 33133**

(Current mailing address)

8. **software development, marketing, and sales**

(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: **Taylor Treese**

Office Address: **2394 SW 27th Lane**

**Miami**

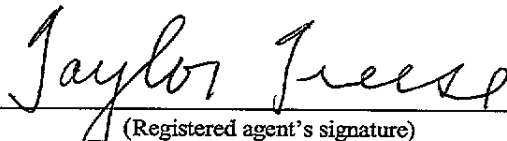
(City)

, Florida **33133**

(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.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Taylor Treese

Address: 2394 SW 27th Lane  
Miami, Florida 33133

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: Taylor Treese

Address: 2394 SW 27th Lane  
Miami, Florida 33133

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: Taylor Treese

Address: 2394 SW 27th Lane, Miami, Florida 3

Treasurer: Taylor Treese

Address: 2394 SW 27th Lane, Miami, Florida 3

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

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

14. Taylor Treese, President  
(Typed or printed name and capacity of person signing application)

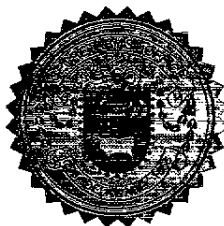
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# Delaware

*The First State*

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PANCHE NETWORKS, 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 FOURTH DAY OF JUNE, A.D. 2002.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1809962

DATE: 06-04-02