

F02000004982

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: SPEAKEASY, 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:

Craig B. Sherman, Esquire

(Name of Person)

Sherman Law Offices, Chartered

(Firm/Company)

1000 Corporate Drive - Suite 310

(Address)

Ft. Lauderdale, Florida 33334

(City/State and Zip code)

For further information concerning this matter, please call:

Craig B. Sherman, Esquire

(Name of Person)

at (954) 489-9500

(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

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*****87.50 *****87.50

BK

FILED
02 OCT -1 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

September 4, 2002

CRAIG B. SHERMAN, ESQ.
SHERMAN LAW OFFICES, CHARTERED
1000 CORPORATE DRIVE - SUITE 310
FT. LAUDERDALE, FL 33334

SUBJECT: SPEAKEASY, INC.
Ref. Number: W02000025625

FILED
02 OCT - 1 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for SPEAKEASY, INC. and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

Please note that we have also RETAINED your \$87.50 payment.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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) 245-6914.

Buck Kohr
Corporate Specialist

Letter Number: 602A00051024

**SHERMAN LAW OFFICES
CHARTERED**

SUITE 310
1000 CORPORATE DRIVE
FT. LAUDERDALE, FLORIDA 33334

TELEPHONE (954) 489-9500
TOLL FREE IN FL (877) 806-9500
TELEFAX (954) 489-9531
WEBSITE: SHERMANLEGAL.COM

DADE COUNTY OFFICE
ONE SOUTHEAST THIRD AVENUE
SUITE 1450
MIAMI, FLORIDA 33131

PALM BEACH COUNTY OFFICE
6971 N. FEDERAL HIGHWAY, #105
Boca RATON, FLORIDA 33487
REPLY TO: FT. LAUDERDALE

FILED
OCT - 1 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 30, 2002

Secretary of State
Attn: Buck Kohr
P.O. Box 6327
Tallahassee, FL 32314

Re: Speakeasy, Inc./Speakeasy Ware, Inc.

Dear Sir/Madam:

Pursuant to your letter of September 4, 2002, kindly find enclosed the Resolution of Board of Directors of Speakeasy, Inc., which adopts the name Speakeasy Ware, Inc., as the corporate name to use in Florida.

Thank you for your consideration.

SHERMAN LAW OFFICES, CHARTERED

BY: Peggy P. Calvert
PEGGY P. CALVERT, Legal Assistant


/ppc
Enc.

RESOLUTION OF BOARD OF DIRECTORS

I, NEIL REDMOND, the undersigned, do hereby certify that this Resolution of the Board of Directors of SPEAKEASY, INC., a corporation duly organized and existing under the laws of the State of Nevada, was duly adopted on September 13, 2002.

Be it resolved, that SPEAKEASY, INC., organized and existing in the State of Nevada, hereby adopts the name SPEAKEASY WARE, INC. for use in Florida.

Dated: September 24, 2002.



Signature of either Chairman, Vice Chairman or any officer

NEIL REDMOND

Type or print name

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

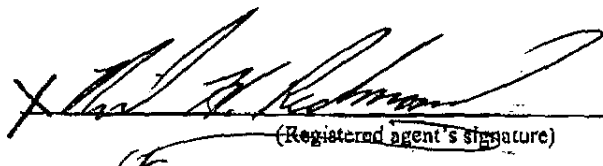
APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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. SPEAKEASY, 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. Nevada
(State or country under the law of which it is incorporated)
3. 32-0028069
(FEI number, if applicable)
4. August 14, 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. 5301 N. Federal Highway - Suite 190
(Principal office address)
Boca Raton, Florida 33487
(Current mailing address)
8. Internet Services
(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: Neil Redmond
Office Address: 5301 N. Federal Highway - Suite 190
Boca Raton, Florida 33487
(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.


(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: Neil Redmond

Address: 4302 N. Federal Highway - Suite 190

Boca Raton, Florida 33487

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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02 OCT - 1 AM 9:15
TALLAHASSEE FLORIDA

B. OFFICERS

President: Neil Redmond

Address: 4302 N. Federal Highway - Suite 190

Boca Raton, Florida 33487

Vice President: SAME

Address: _____

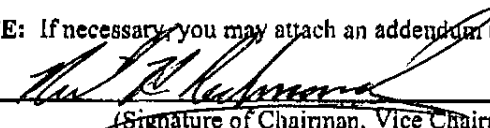
Secretary: SAME

Address: _____

Treasurer: SAME

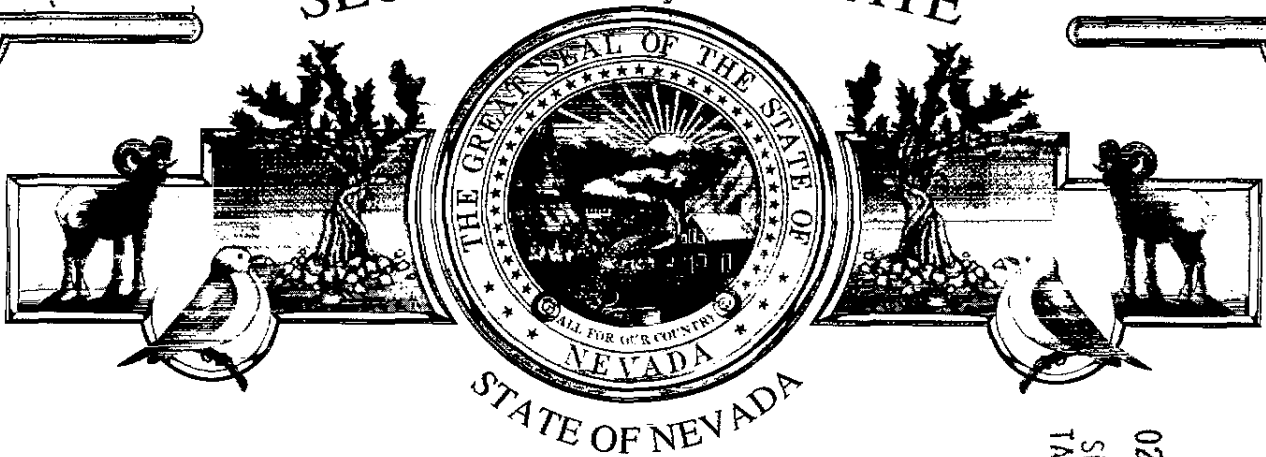
Address: _____

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

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

14. Neil Redmond - President
(Typed or printed name and capacity of person signing application)

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **SPEAKEASY, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since August 14, 2002, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on August 19, 2002.



Dean Heller

DEAN HELLER
Secretary of State

By

A. Farmer
Certification Clerk

FILED
02 OCT -1 AM 9:
SECRETARY OF STATE
TALLAHASSEE, FLORIDA