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## BAKER & HOSTETLER COUNSELLORS AT LAW

200 SOUTH ORANGE AVENUE • SUNTRUST CENTER, SUITE 2300 • P.O. BOX 112 • ORLANDO, FLORIDA 32802-0112 • (407) 649-4000

BY FEDERAL EXPRESS

Fax (407) 841-0168 Writer's Direct Dial Number

Miriam M. Fabregas Writer's Direct Dial Number (407) 649-4287 E-Mail: mfabregas@BAKERLAW.COM

January 27, 2003

Division of Corporations Registration Section 409 East Gaines Street Tallahassee, Florida 32399

CLICKANDGONOW.COM, INC.

Dear Sir or Madam:

Re:

Enclosed please find the following documents to be filed with respect to the above-captioned Delaware Corporation:

- 1. Transmittal letter:
- 2. Application by Foreign Corporation for Authorization to Transact Business in Florida;
- 3. Original Certificate of Existence from the State of Delaware.

Also enclosed is check #300048709 in the amount of \$87.50 which represents the filing fee, certificate of status fee and certified copy fee.

Please forward the letter of acknowledgement, certificate of status and certified copy to this office in the enclosed prepaid Federal Express envelope.

Thank you for your cooperation and assistance on this matter.

Very truly yours,

Miriam M. Fabregas, CLA

Corporate Paralegal

Enclosures

cc: James R. Tolzien (via e-mail)

Jeffery Q. Jonasen (via e-mail)

### TRANSMITTAL LETTER

TO: Registration Section Division of Corporations	
SUBJECT: CLICKANDGONOW.COM, INC.	
(Name of corpo	ration - must include suffix)
Dear Sir or Madam:	
	for Authorization to Transact Business in Florida", to register the above referenced foreign corporation
Please return all correspondence concerning this m	atter to the following:
A.G.C. Co.	E 8
(Nam	e of Person)
(Firm	/Company)
200 South Orange Avenue, Suite 2300	
	Address)
Orlando, Florida 32801	
	ate and Zip code)
•	•
For further information concerning this matter, plea	ase call:
at ( 4)	07 )649-4000
	rea 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 &

## 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.	CLICKANDGONOW.COM, INC.		-	
	(Name of corporation; must include the word "INCORPOR words or abbreviations of like import in language as will cl natural person or partnership if not so contained in the name	earl	y indicate that it is a corporation instead of a	
2.	Delaware	3.	02-0523509	
	(State or country under the law of which it is incorporated)	_	(FEI number, if applicable)	<del></del>
4.	January 12, 2001	_ 5.	Perpetual	_
	(Date of incorporation)		(Duration: Year corp. will cease to exist or "perpetual")	
6.	upon qualification			
	(Date first transacted business in Florida. If corporation has	s noi	transacted business in Florida, insert "unon qualification".	₹
			, 607.1502 and 817.155, F.S.)	
7.	1701 Ponce de Leon Boulevard, Coral Gab	les	Florida 33134	
	(Principal office	add	ress)	) ij
	(Current mailing	add	ress)	) [
	(Cutton maning	auu	ress) Signal Sig	
			<b>₹</b>	-
8.	Company intends to provide internet pre			s.
	(Purpose(s) of corporation authorized in home state of	or co	untry to be carried out in state of Florida)	
9.	Name and street address of Florida registered age	nt:	(P.O. Box or Mail Drop Box NOT acceptable)	
	Name: A.G.C., Co.		·	
Oi	ffice Address: 200 South Orange Avenue, Sui	te	230C	
	Orlando (City)		, Florida 32801 (Zip code)	
10	Registered agent's accentance:			

#### Registered agent's acceptance:

CT TOKANDOONON COM THO

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.

A.G.C., Co. (Registered agent's signature) (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:

DIRECTORS
nairman: Finbarr Power
idress: 1701 Ponce de Leon Boulevard, Coral Gables, Florida 33134
ce Chairman:
idress:
rector: Brian Cullen
dress: 1701 Ponce de Leon Boulevard, Coral Gables, Florida 33134
rector: Finbarr Power
ddress: 1701 Ponce de Leon Boulevard, Coral Gables, Florida 33134
OFFICERS 5 9 5
esident: Finbarr Power English F
dress: 1701 Ponce de Leon Boulevard, Coral Gables, Florida 33134
cc Prosident: James R. Tolzien and Zara Stassin
idress: 1701 Ponce de Leon Boulevard, Coral Gables, Florida 33134
cretary: Brian Cullen
idress: 1701 Ponce de Leon Boulevard, Coral Gables, Florida 33134
easurer: Brian Cullen
idress: 1701 Ponce de Leon Boulevard, Coral Gables, Florida 33134
OTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)
James R. Tolzien, Officer
(Typed or printed name and capacity of person signing application)

## Delaware

PAGE 1

## The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CLICKANDGONOW.COM, 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 DECEMBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CLICKANDGONOW.COM, INC." WAS INCORPORATED ON THE TWELFTH DAY OF JANUARY, A.D. 2001.

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



Farriet Smith Windson, Secretary of State

AUTHENTICATION: 2171557

DATE: 12-26-02

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