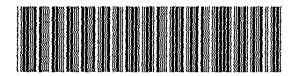
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| OTHER FILINGS | RE | GISTRATION/QUA | ALIFICATION | |
| Annual Report Fictitious Name | | Foreign Limited Partnership Reinstatement Trademark Other | | |
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APPLICATION BY FOREIGN CORPORATION FOR 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. Enpocket Inc. | 000 |
|--|---|
| (Name of corporation; must include the word "INCORPOWORDS or abbreviations of like import in language as will natural person or partnership if not so contained in the natural person or partnership if not so contained in the natural person or partnership if not so contained in the natural person or partnership if not so contained in the natural person or partnership if not so contained in the natural person or partnership if not so contained in the natural person of the natural pe | I clearly indicate that it is a corporation instead of |
| 2. Delaware | 3. |
| (State or country under the law of which it is incorporated | d) (FEI number, if applicable) |
| 4. August 29, 2001 | 5. Perpetual |
| (Date of incorporation) | (Duration: Year corp. will cease to exist or "perpetual") |
| / Linea Qualification | |
| 6. Upon Qualification | has not transacted business in Florida, insert "upon qualification.") |
| | 07.1501, 607.1502 and 817.155, F.S.) |
| 7 4372 Presidential Avenue, Brandenton, FL 34203 | |
| (Principal offi | too addraga) |
| (Fincipal dir | ice address) |
| | |
| (Current maili | ing address) |
| | |
| 8. MARKETING SERVICES | |
| (Purpose(s) of corporation authorized in home state | te or country to be carried out in state of Florida) |
| 9. Name and street address of Florida registered a | agent: (P.O. Box or Mail Drop Box NOT acceptable) |
| i | · · · · · · · · · · · · · · · · · · · |
| Name: NRAI Services, Inc. | |
| Office Address: 526 E. Park Avenue | |
| Office Address. S20 2.1 date/trongs | · · · · · · · · · · · · · · · · · · · |
| Tallahassee | , Florida 32301 |
| (City) | (Zip code) |
| 10 Banistavad apantin agamtanas | |
| 10. Registered agent's acceptance: | ot service of process for the above stated corporation at the place |
| | ppointment as registered agent and agree to act in this capacity. I |
| | atutes relative to the proper and complete performance of my |
| duties, and I am familiar with and accept the obligat | tions of my position as registered agent. |
| NRAI Services, 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: Jonathon Linner | | |
| Address: 321 West 54th Street, Suite 710, New York, NY 10019 | | |
| | | |
| Vice Chairman: Michael Perlis | | |
| Address: c/o Softbank, 461 Fifth Avenue, 15th Floor, New York, NY 10017 | | |
| Director: Robert Lawson | | |
| Address: 321 West 54th Street, Suite 710, New York, NY 10019 | | |
| Director: Jonathan Ebhinger | | |
| Address: c/o Nokia Venture Partners, 8000 Towers Crescent Drive, Suite 1210, Vienna, VA 22182 | | |
| | | |
| B. OFFICERS | | |
| President: Jonathon Linner | | |
| Address: 321 West 54th Street, Suite 710, New York, NY 10019 | | |
| | | |
| Vice President: Robert Lawson | | |
| Address: 321 West 54th Street, Suite 710, New York, NY 10019 | | |
| | | |
| Secretary: Jeremy Wright | | |
| Address: 4 Bloomsbury Square, London, WC1A 2RP | | |
| Treasurer: Robert Lawson | | |
| Address: 321 West 54th Street, Suite 710, New York, NY 10019 | | |
| 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. Jonathon Linner Charmer & CEO (Typed or printed name and capacity of person signing application) | | |

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ENPOCKET 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-SEVENTH DAY OF AUGUST, A.D. 2003.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ENPOCKETS INC." WAS INCORPORATED ON THE TWENTY-THIRD DAY OF AUGUST, A.D. 2001.



Warriet Smith Windson, Secretary of State
AUTHENTICATION: 2604834

DATE: 08-27-03

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