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TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: VENUEBID, 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:

KELLY D. TONEY

(Name of Person)

VENUEBID, INC.

(Firm/Company)

908 TOWN & COUNTRY BLVD., STE. 120

(Address)

HOUSTON, TEXAS 77024

(City/State and Zip code)

For further information concerning this matter, please call:

KELLY D. TONEY

(Name of Person)

at (713) 984-7670

(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:

- | | | | |
|---|--|---|--|
| <input type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &
Certified Copy | <input checked="" type="checkbox"/> \$87.50 Filing Fee,
Certificate of Status &
Certified Copy |
|---|--|---|--|

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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. VENUESID, INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. TEXAS

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

3. 76-0550303

(FEI number, if applicable)

4. AUGUST 21, 1997

(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 §17.155, F.S.)

7. 908 TOWN & COUNTRY BLVD., STE. 120, HOUSTON, TX 77024

(Principal office address)

908 TOWN & COUNTRY BLVD., STE. 120, HOUSTON, TX 77024

(Current mailing address)

8. AUCTION 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: Registered Agents Legal Services, Inc.

Office Address: 1333 North Duval Street

Tallahassee

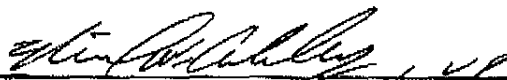
(City)

, Florida 32303

(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: **DWIGHT D. TONEY**

Address: **908 TOWN & COUNTRY BLVD., STE. 120, HOUSTON, TX 77024**

Vice Chairman: **KELLY D. TONEY**

Address: **908 TOWN & COUNTRY BLVD., STE. 120, HOUSTON, TX 77024**

Director:

Address:

Director:

Address:

B. OFFICERS

President: **DWIGHT D. TONEY**

Address: **908 TOWN & COUNTRY BLVD., STE. 120, HOUSTON, TX 77024**

Vice President: **KELLY D. TONEY**

Address: **908 TOWN & COUNTRY BLVD., STE. 120, HOUSTON, TX 77024**

Secretary: **KELLY D. TONEY**

Address: **908 TOWN & COUNTRY BLVD., STE. 120, HOUSTON, TX 77024**

Treasurer: **DWIGHT D. TONEY**

Address: **908 TOWN & COUNTRY BLVD., STE. 120, HOUSTON, TX 77024**

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. **KELLY D. TONEY, VICE PRESIDENT**
(Typed or printed name and capacity of person signing application)

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04 JUN 16 AM 11:02
SEALBURY FLORIDA
TALLAHASSEE, FLORIDA

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



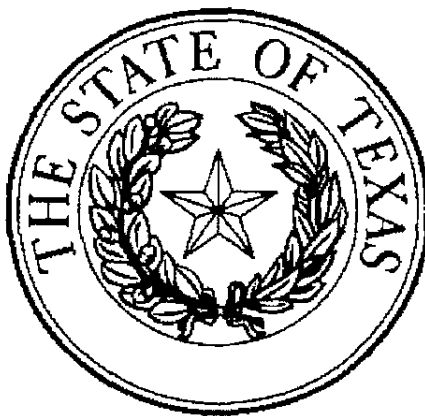
Geoffrey S. Connor
Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles Of Incorporation for VENUEBID, INC. (filing number: 100275500), a Domestic Business Corporation, was filed in this office on July 02, 1986.

It is further certified that the entity status in Texas is active.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on June 11, 2004.



A handwritten signature in black ink, appearing to read "G. S. Connor".

Geoffrey S. Connor
Secretary of State