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TRANSMITTAL LETTER

[redacted]

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

800001470938
-05/02/95--01093--011
*****75.00 *****70.00

SUBJECT: Florida Techno Invest Corp.
(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:

Ronald J. Horta
(Name of Person)

Palmer & Dodge
(Firm/Company)

One Beacon Street
(Address)

Boston, MA 02108
(City, State and Zip Code)

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Should you need to call someone concerning this matter, please call:

Ronald J. Horta at (617) 573 - 0489.
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Sec.
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. Florida Techno Invest Corp.
(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 [illegible]n 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. Applied For
(FEI number, if applicable)

4. March 9, 1995
(Date of Incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. June 1, 1995 (estimated)
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)

7. Four Copley Place, Sky Lobby, Suite 102
Boston, MA 02116
(Current mailing address)

8. Engaging in the business of financing, investing in, operating, managing or consulting with technology based companies.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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9. **Name and street address of Florida registered agent:**

Name: Esther-Maria Schoneburg

Office Address: 1900 Summit Tower Blvd.

Orlando, Florida, 32810
(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.

Esther-Maria Schoneburg
(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 addresses of officers and/or directors:**

A. **DIRECTORS**

Chairman: Esther-Maria Schoneburg

Address: 1900 Summit Tower Blvd.
Orlando, FL 32810

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. **OFFICERS**

President: Esther-Maria Schoneburg

Address: 1900 Summit Tower Blvd.
Orlando, FL 32810

Vice President:

Address:

Secretary: Esther-Maria Schoneburg

Address: 1900 Summit Tower Blvd.
Orlando, FL 32810

Treasurer: Esther-Maria Schoneburg

Address: 1900 Summit Tower Blvd.
Orlando, FL 32810

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

13. Esther-Maria Schoneburg
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Esther-Maria Schoneburg, President
(Typed or printed name and capacity of person signing application)

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FLORIDA TECHNO INVEST CORP." 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 THIRTY-FIRST DAY OF MARCH, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 7458048

DATE: 03-31-95