F95000002369

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

700001264
-08/26/94--01092--005
*****78.75 *****78.75

SUBJECT: HOSTS Corporation
(Name of corporation - must include suffix)

Dear Sir or Madam:

W94-18888

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:

Ted Van Eerden
(Name of Person)

HOSTS Corporation
(Firm/Company)

8000 N.E. Parkway Drive, Suite 201
(Address)

Vancouver, WA 98662-6459
(City, State and Zip Code)

FILED
95 MAY 15 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Ted Van Eerden at (206) 260 - 1995.
(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

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

August 29, 1994

TED VAN EERDEN
HOSTS CORPORATION
8000 NE PARKWAY DR., #201
VANCOUVER, WA 98662-6459

SUBJECT: HOSTS CORPORATION
Ref. Number: W94000018888

We have received your document for HOSTS CORPORATION and your check(s) totaling $78.75. However, the document has not been filed and is being retained in this office for the following:

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 CORPORATE 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 (904) 487-6093.

Freta Lott
Corporate Specialist Supervisor

Letter Number: 294A00039250

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned JERALD WILLBUR, do hereby certify that this Resolution of the Board of Directors of HOSTS CORPORATION, a corporation duly organized and existing under the laws of the State of DELAWARE, was duly adopted on AUGUST 2, 19 93.

Resolved, that HOSTS CORPORATION, organized and existing in the State of DELAWARE, hereby adopts the name HOSTS EDUCATIONAL CORPORATION for use in Florida.

Dated: MAY 8, 1995

Jerald L Willbur
Signature of at least one director

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TALLAHASSEE, FLORIDA

INHS19(3/93)

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. HOSTS Corporation
(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. Delaware
(State or country under the law of which it is incorporated)

3. 91-1260537
(FEI number, if applicable)

4. 6-4-88
(Date of incorporation)

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

6. 6/21/94
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 8000 N.E. Parkway Drive, Suite 201
Vancouver, WA 98662-6459
(Current mailing address)

8. The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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TALLAHASSEE, FLORIDA

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

Name: C T Corporation System

Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(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.

John P. Stout
(Registered agent's signature)
John P. Stout, Assistant Secretary

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: William E. Gibbons
Address: 3006 N.E. 43rd Street
Vancouver, WA 98663

Vice Chairman: Dany Tse
Address: 16424 N.E. 40th Avenue,
Vancouver, WA 98686

Director: Robert M. Schaefer
Address: 219 DuBois Court
Vancouver, WA 98661

Director: John Beckman
Address: 2800 N.W. Linmere Drive
Portland, OR 97229

B. OFFICERS

President: Jerald L. Willbur
Address: 12610 N.E. 35th Court
Vancouver, WA 98665

Vice President: Sheila K. Tretter
Address: 5100 N.E. 49th Street
Vancouver, WA 98661

Secretary: Daniel P. Hunt
Address: 13309 N.W. First Court
Vancouver, WA 98685

Treasurer: Daniel P. Hunt
Address: 13309 N.W. First Court
Vancouver, WA 98685

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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. Daniel P. Hunt, Chief Financial Officer
(Typed or printed name and capacity of person signing application)

OFFICERS:

William Gibbons	CEO	3006 N.E. 43rd Street Vancouver, Wa. 98663
Jerald Willbur	Pres.	12610 N.E. 35th Court Vancouver, Wa. 98665
Daniel Hunt	CFO	13309 N.W. First Court Vancouver, WA. 98685
Sheila Tretter	Vice-Pres.	13708 S.E. 36th Street Vancouver, WA. 98684
L. Theodore Van Eerden	Vice-Pres. Admin.	15211 N.E. 19th Avenue Vancouver, WA. 98686

DIRECTORS:

Robert Schaefer		1014 Franklin Street Vancouver, WA. 98666
John Beckman		2800 N.W. Linmere Drive Portland, Oregon 97228
Dany Tse		7725 N.E. Highway 99 Vancouver, WA. 98665
Martin Wolf		1220 Main Street Suite 400 Vancouver, WA. 98660
William Gibbons	Chairman	3006 N.E. 43rd Street Vancouver, Wa. 98663
Jerald Willbur		12610 N.E. 35th Court Vancouver, Wa. 98665

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HOSTS CORPORATION" 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 NINETEENTH DAY OF APRIL, A.D. 1995.

GREAT SEAL OF THE STATE OF DELAWARE • 1793 • 1847 • 1907 •

LIBERTY AND INDEPENDENCE

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95 MAY 15 PM 1:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Edward J. Freel, Secretary of State

AUTHENTICATION: 7476979

DATE: 04-19-95

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