

THE CUBBY INC. CORPORATION
The Christina Center • 11 N. Wall Street • Wilmington, Delaware • Telephone (302) 575-1400 • Fax (302) 575-1346

June 23, 1995

Corporate Records Bureau
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: Cubby Inc.
8605132090963

400001530714
-07/06/95--01039--020
*****70.00 *****70.00

Dear Sir or Madam:

Enclosed please find:

- Application for Authority
- Certificate of Good Standing
- payment of \$70.00

Please file and return all related correspondence to my attention at the address listed above.

Please feel free to contact me directly at 1-302-575-0440 with questions regarding the enclosed application.

Sincerely,



Susan P. Rosenthal
Corporate Service Representative

enc.

65 JUN 30 PM 3:07
DIVISION OF STATE
CORPORATIONS
FILED

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. Cubby INC.
(Name of corporation: the word "INCORPORATED," "COMPANY," or "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. 05/13/86 4. perpetual
(Date of Incorporation) (Duration)

5. 133348218
(Federal Employer Identification number, if applicable)

6. 9/1/95
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 132 Brentwood Dr. N.S. R.I. 02896
(Current mailing address)

8. Computer Telecommunication
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and addresses of officers and or directors:

A. Directors.
Chairman: Robert Blanchard
Address: 132 Brentwood Dr
NS RI 02896

Vice Chairman: _____
Address: _____

Director: _____
Address: _____

Director: _____
Address: _____

B. Officers:

President: Robert Blanchard
Address: 132 Brentwood Dr.,
North Smithfield, RI 02896

Vice President: _____
Address: _____

Secretary: Robert Blanchard
Address: 132 Brentwood Dr.
N. Smithfield, RI 02896

Treasurer: _____
Address: _____

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: Larry Wolfe
Office Address: 200 A Joh Knox Rd.
Tallahassee, Florida 32304
Zip Code

11. 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: See Attached

12. 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.

13. Robert X G
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Robert Blanchard President
(Name and capacity of person signing application)

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
WHICH PROCESS MAY BE SERVED.

SECRET
FEDERAL BUREAU OF INVESTIGATION
U.S. DEPARTMENT OF JUSTICE

05 JUN 90 PM 3:07

In compliance with Section 607.1507, Florida Statutes, the following is submitted:

First, this Cubby Inc.
desiring to organize under the laws of the state of Florida with its principal place of
business located in the city of Tallahassee, State of
Florida, has named Larry Wolfe located at 200 - A John Knox Road, Tallahassee FL
32303-6643 as its agent for service of process within Florida.

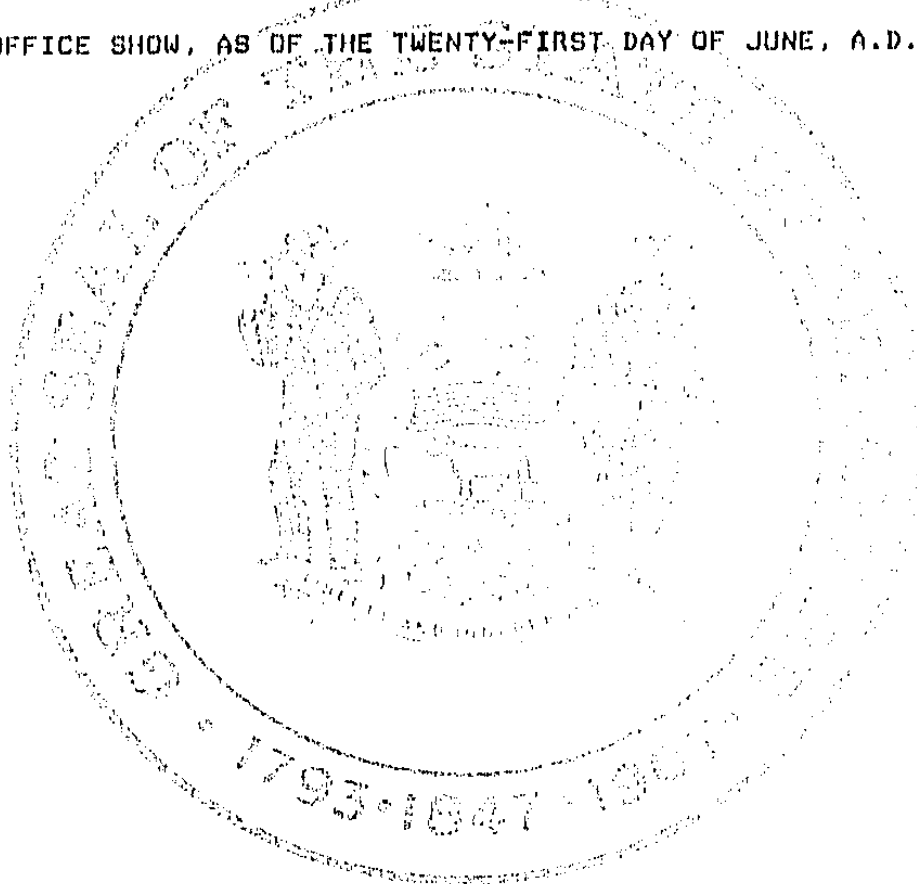
Having been named to accept service of process for the above stated
corporation, at the place designated in this Certificate, I hereby agree to act in this
capacity, and I further agree to comply with the provisions of all statutes relative to
the proper and complete performance of my duties.


Larry Wolfe

6/21/95
Date

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CUDBY 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-FIRST DAY OF JUNE, A.D. 1995.



SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 65 JUNE 20 PM 3:07



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE: 06-21-95