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**CSC networks**

PRENTICE HALL  
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ACCOUNT NO. : 072100000032

REFERENCE : 659669 86901D

AUTHORIZATION : *Tatiana Pyzdek*

COST LIMIT : \$ 122.50

ORDER DATE : August 15, 1995

ORDER TIME : 10:01 AM

ORDER NO. : 659669

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CUSTOMER NO: 86901D

CUSTOMER: Ms. Merryl Wiener  
Prentice Hall Legal &  
375 Hudson Street

New York, NY 10014

W95-16406

FOREIGN FILINGS

NAME: 21ST CENTURY ON-LINE  
ASSOCIATION, INC.

XX PROFIT  
NON-PROFIT

XX CORPORATE  
LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

RECEIVED  
95 AUG 15 AM 10:37  
DIVISION OF CORPORATION

FILED  
95 AUG 16 AM 10:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

RECEIVED  
95 AUG 16 AM 10:02  
DIVISION OF CORPORATIONS

August 15, 1995

CSC NETWORKS

*Resubmit*

SUBJECT: 21ST CENTURY ON-LINE ASSOCIATION, INC.  
Ref. Number: W95000016406

FILED  
95 AUG 16 AM 10:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document(s) in this office, however, the document is being returned for the following:

The date first transacted business in Florida within the meaning of s. 607.1501, F.S., must be set forth in section 6 of the application. If the corporation has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office is required to collect the minimum civil penalty of \$500 for each year other than the application filing year, that a foreign corporation transacts business in this state without authority along with the past annual report fees due this office.)

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) 487-6095.

Jennifer Sindt  
Document Examiner

Letter Number: 695A00038198

# 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. 21st Century On-line Association, Inc.  
(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. DE  
(State or country under the law of which it is incorporated)
3. Applied for  
(FEI number, if applicable)
4. August 4, 1995  
(Date of Incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or perpetual)
6. Upon qualification  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))
7. 9200 South Dadeland Blvd. Suite 511  
Miami, FL 33156  
(Current mailing address)  
To engage in any lawful act or activity for which a corporation is organized or authorized to be organized under the General Corporation Act.
8. (Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:  
The Prentice-Hall Corporation  
Name: System, Inc.  
Office Address: 1201 Hays Street, Suite 105  
Tallahassee, Florida, 32301  
(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.

The Prentice-Hall Corporation System, Inc.

By: Merryl Weiner

(Registered agent's signature)

Merryl Weiner, Asst V.P.

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

Director: Frederic Zimmerman

Address: 5225 Pooks Hill Road, Apt. 1407 North

Bethesda, MD 20814

Vice Chairman: N/A

Address: \_\_\_\_\_

Director: Michael S. Jansen

Address: 9200 South Dadeland Blvd, Suite 511

Miami, FL 33156

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: Frederic Zimmerman

Address: 5225 Pooks Hill Road, Apt. 1407 North

Bethesda, MD 20814

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: Michael S. Jansen

Address: 9200 South Dadeland Blvd, Suite 511

Miami, FL 33156

Treasurer: Frederic Zimmerman

Address: 5225 Pooks Hill Road, Apt. 1407 North

Bethesda, MD 20814

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

13.

Michael S. Jansen  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

Michael S. Jansen, Secretary  
(Typed or printed name and capacity of person signing application)

SEAL OF THE STATE  
TALLAHASSEE, FLORIDA

95 AUG 16 AM 10:50

FILED

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "21ST CENTURY ON-LINE ASSOCIATION, 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 NINTH DAY OF AUGUST, A.D. 1995.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

95 AUG 16 AM 10:50

FILED



*Edward J. Freel*

Edward J. Freel, Secretary of State

2530258 8300

950180367

AUTHENTICATION: 7602747

DATE: 08-09-95