



THE COMPANY CORPORATION

Three Christina Centre • 201 N. Walnut Street • Wilmington, Delaware 19801 • Telephone: (302) 575-0440 • Fax: (302) 575-1346

September 1, 1995

F96000000952

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: FLASHBACK INC.
9506122514745

900001641009
-11/17/95--01088--001
*****70.00 *****70.00

Dear Sir or Madam:

Enclosed please find Application for Authority (and related documents, if appropriate) and our check in the amount of \$70.00 for FLASHBACK INC.

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, ext. 7003, with questions regarding the enclosed application.

Sincerely,

Vickie Joyner
Corporate Service Representative

enc.

~~495-18926~~

tt 2/23

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 26 PM 12:22



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 20, 1995

VICKIE JOYNER
THE COMPANY CORPORATION
201 N. WALNUT ST, THREE CHRISTINA CENTRE
WILMINGTON, DE 19801

SUBJECT: FLASHBACK INC.
Ref. Number: W95000018926

We have received your document for FLASHBACK INC. and your check(s) totaling \$70.00. 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 DOCUMENT 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) 487-6092.

Hart Collins
Senior Corporate Section Administrator

Letter Number: 995A00043151

RESOLUTION BY BOARD OF DIRECTORS

I, the undersigned JOHN J. M'LAUGHLIN, do
certify that this Resolution by Board of Directors
of FLASHBACK, INC, a corporation duly organized and
existing under the laws of the State of DELAWARE,
was duly adopted on 12/24/, 1995.

Resolved, that FLASHBACK, INC organized and
existing in the State of DELAWARE, hereby
adopts the name FLASHBACK ELECTRONIC PUBLISHING INC for
use in Florida.

Dated: 12/24/95

John J. M'Laughlin
Signature of at least one Director
John J. M'Laughlin

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 26 PM 12:22

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. FLASHBACK 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. DELAWARE
(State or country under the law of which it is incorporated)
3. 65-0590416
(FEI number, if applicable)
4. 06-27-95
(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. 1981 N.W. 38th Terrace
Coconut Creek FL 33066
(Current mailing address)
8. Publication of Electronic Newsletters
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 26 PM 12:28

9. Name and street address of Florida registered agent:

Name: JOHN J. McLAUGHLIN
Office Address: 1981 N.W. 38th Terrace
Coconut Creek, Florida, 33066
(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 J. McLaughlin
(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: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: JOHN McLAUGHLIN

Address: 1981 NW 38 TERRACE
COCONUT CREEK, FL 33066

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: JOHN J. McLAUGHLIN

Address: 1981 NW 38 TERRACE
COCONUT CREEK FL 33066

Vice President: _____

Address: _____

Secretary: JOHN J. McLAUGHLIN

Address: _____

Treasurer: _____

Address: _____

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

13. JOHN J. McLAUGHLIN
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

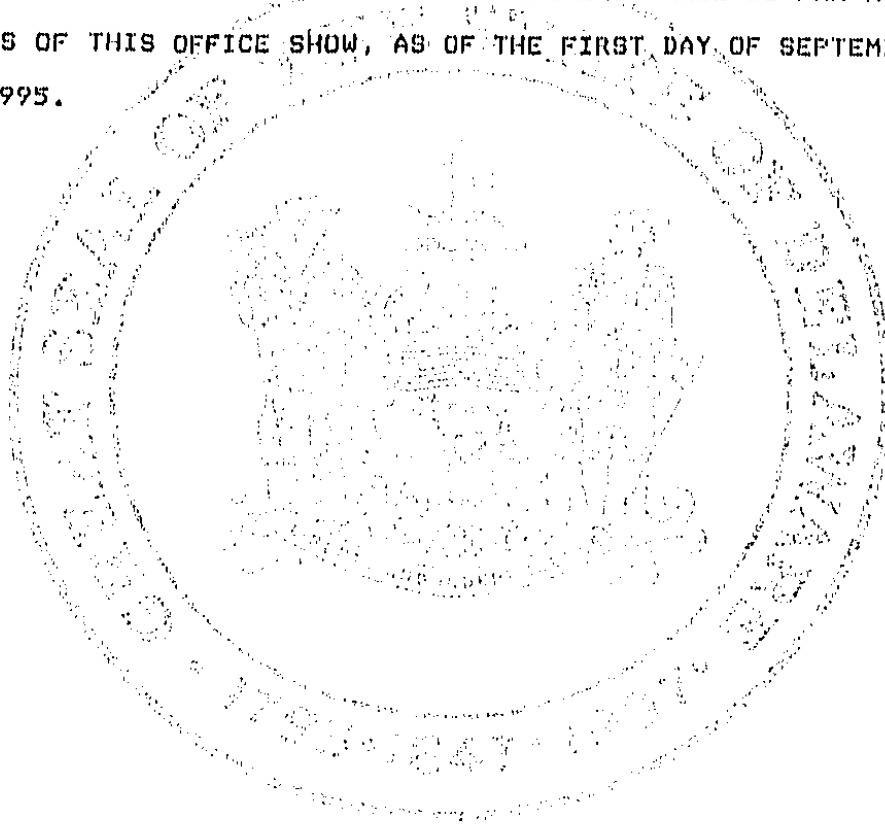
14. JOHN J. McLAUGHLIN, PRESIDENT
(Typed or printed name and capacity of person signing application)

State of Delaware

PAGE 1

Office of the Secretary of State

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



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 26 PM 12:22



Edward J. Freel

Edward J. Freel, Secretary of State

2514745 8300

950199649

AUTHENTICATION: 7628196

DATE: 09-01-95