F96000001194

Phone 941/394-8111 Fax 941/394-0549

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*****70.00 *****70.00

February 6, 1996

Division of Corporations
Qualifications Section
P.O. Box 6327
Tallahassee, FL 32314

Re: The Zoom Corporation, Inc.
File #3053

Gentlemen/Ladies:

Enclosed is the completed Application By Foreign Corporation for Authorization to Transact Business in Florida, together with a Certificate of Existence from the State of Delaware. Also enclosed is our check in the amount of $70.00 made payable to the Secretary of State.

Kindly return all correspondence concerning this matter to the following:

Jamie B. Greusel
Berry & Greusel
1104 N. Collier Blvd.
Marco Island, FL 33937

W96-3250

(813) 394-8111

Thank you for your assistance.

Sincerely,

Jamie B. Greusel

JBG/mh
Enclosure

LR
3/8

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAR -8 AM 11:30

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 13, 1996

JAMIE B. GREUSEL
BERRY & GREUSEL
1104 NORTH COLLIER BOULEVARD
MARCO ISLAND, FL 33937

SUBJECT: THE ZOOM CORPORATION
Ref. Number: W96000003250

We have received your document for THE ZOOM CORPORATION 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) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 096A00006238

Berry & Greusel

Attorneys at Law

1104 North Collier Boulevard • Marco Island, Florida 33937
Phone 941/394-8111 Fax 941/394-0549

Jamie B. Greusel
Licensed in FL and NJ

Russell B. Kharbaugh, Jr.
Licensed in FL and NJ

Dale B. Berry
of Counsel
Licensed in FL and IL

March 4, 1996

Lee Rivers, Document Examiner
Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: The Zoom Corporation
File # 3053
Reference #: W96000003250

Dear Lee:

Enclosed is a Corporate Resolution authorizing use of an alternate name, together with your letter of February 13, 1996.

If you require any additional documents to complete the processing, please do not hesitate to contact our office.

Sincerely,

Jamie B.

Jamie B. Greusel

JBG/mh
Enclosure

CORPORATE RESOLUTION OF

ZOOM CORPORATION, INC.

A meeting of the shareholders, officers and members of Board of Directors of ZOOM CORPORATION, INC., a Delaware corporation, took place on the 1st day of March, 1996. Upon motion, duly made, seconded and unanimously carried it was duly;

RESOLVED, that the corporation shall do business in the State of Florida under the name of "**Travel Master, Inc.**" upon receipt of acknowledgement from the Florida Department of State that said name is available, and upon filing of the appropriate documentation, and does hereby adopt this resolution as the corporation desires to do business in the State of Florida and its name as incorporated in the State of Delaware is otherwise unavailable in the State of Florida for use.

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Dated this 1st day of March, 1996 at NAPLES, County of COLLIER, State of FLORIDA.

Oliver Schnoor, Secretary.

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. THE FARM 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. 65-0603907
(FEI number, if applicable)

4. April 14, 1994
(Date of incorporation)

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

6. Anticipated to commence February 5, 1996
(Date first transacted business in Florida. (*See sections 607.1501, 607.1502, and 617.155, F.S.*)

7. 1350 E. Flamingo Road, #343
Las Vegas, Nevada 89119
(Current mailing address)

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DIVISION OF CORPORATIONS

8. Any lawful activity; initial activity to be publishing, marketing computer databases
(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:

Name: Jamie A. Greusel

Office Address: 1104 North Collier Blvd.

Marco Island, Florida, 33937
(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.

Jamie A. Greusel
(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: Oliver Schnoor

Address: 9225 W. Charleston Blvd., #1197

Las Vegas, Nevada 89117

Vice Chairman:

Address:

Director: Oliver Schnoor

Address: 9225 W. Charleston Blvd., #1197

Las Vegas, Nevada 89117

Director: [illegible]

Address: 5230 Malvern Court

Naples, FL 33941

B. OFFICERS

President: Oliver Schnoor

Address: 9225 W. Charleston Blvd., #1197

Las Vegas, Nevada 89117

Vice President: Oliver Schnoor

Address: 9225 W. Charleston Blvd., #1197

Las Vegas, Nevada 89117

Secretary: Oliver Schnoor

Address: 9225 W. Charleston Blvd., #1197

Las Vegas, Nevada 89117

Treasurer: Oliver Schnoor

Address: 9225 W. Charleston Blvd., #1197

Las Vegas, Nevada 89117

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

13. [signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. OLIVER SCHNOOR
(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 "THE [illegible] 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 TWENTY-SIXTH DAY OF JANUARY, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAR -8 AM 11:30

Edward J. Freel, Secretary of State

[illegible]

[illegible]

AUTHENTICATION: [illegible]

DATE: [illegible]