

F96000002240

4/30/96 FLORIDA DIVISION OF CORPORATIONS 11:24 AM
((H96000006061))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: CORPORATE SITUATIONS INTERNATIONAL IN
DEPARTMENT OF STATE 401 OCEAN DR
STATE OF FLORIDA SUITE 312
409 EAST GAINES STREET MIAMI BEACH FL 33139-0000
TALLAHASSEE, FL 32399 CONTACT: JOHNNY C RODRIGUEZ
FAX: (904) 922-4000 PHONE: (305) 672-0686
FAX: (305) 672-9110
((H96000006061))) DOCUMENT TYPE: FOREIGN PROFIT QUALIFICATION
NAME: NET LARK, INC.
FAX AUDIT NUMBER: H96000006061 CURRENT STATUS: REQUESTED
DATE REQUESTED: 04/30/1996 TIME REQUESTED: 11:24:35
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 1
NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$78.75 ACCOUNT NUMBER: 073171003004
Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.
((H96000006061)))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:

ATTN: Doug Dickinson - Per your request attached please find revised application. Please file as soon as possible - Thanks.

~~* Please note: Per your instructions please find resolution of directors and new certificate from PA state. Thanks.~~

FLORIDA DIVISION OF CORPORATIONS

96 MAY -3 AM 11:37

RECEIVED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY -3 AM 7:42



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

April 30, 1996

CORPORATE CREATIONS INTERNATIONAL
401 OCEAN DR., STE. 312
MIAMI BEACH, FL 33139

SUBJECT: NETLYNX CORPORATION
REF: W96000009231

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

The name NETLYNX CORPORATION is not available for use in Florida. The corporation must adopt an alternate name for use in our state. To adopt an alternate name, the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in 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 one of the following corporate suffixes: Corporation, Corp., Company, Co., Incorporated, or Inc.

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

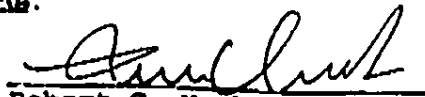
FAX Aud. #: H96000006061
Letter Number: 606A00020687

Written Consent of Directors to Adopt Alternate Corporate Name for Use in Florida

The Board of Directors of Net Lnnx, Inc., a Pennsylvania corporation (the "Corporation"), takes the following action by unanimous written consent:

The Corporation elects to adopt **Net Lnnx of Palm Beach, Inc.** as its corporate name for use in Florida. This election requires unanimous shareholder consent. The officers of the Corporation are directed and authorized to make the election by filing an Application by Foreign Corporation For Authorization to Transact Business in Florida under the name Net Lnnx of Palm Beach, Inc. and taking all other steps necessary to carry out the intent of this resolution.

The undersigned, constituting the Corporation's entire Board of Directors, executed this written consent effective as of the 2nd day of MAY 1996.



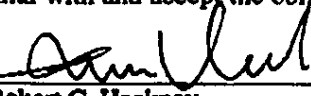
Robert C. Hackney
by Luis A. Uriarte as attorney-in-fact

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DIVISION OF CORPORATIONS
56 MAY -3 AM 7:42

H96000006061

**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. Net Lnnx, 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. Pennsylvania
(State or country under the law of which it is incorporated)
3. 23-1726390
(FBI number, if applicable)
4. April 30, 1968
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or perpetual)
6. upon filing this application
(Date first transacted business in Florida. (See Section 607.1501, 607.1502, and 817.155, F.S.))
7. 2240 Woolbright Road, Suite 336
Boynton Beach, FL 33426
(Current mailing address)
8. Purpose of corporation to be carried out in Florida: Telecommunications services and all other lawful activities permitted under Florida law.
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Robert C. Hackney
4521 PGA Blvd., Suite 264
Palm Beach Gardens, FL 33418
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.
By: 
Robert C. Hackney
by Luis A. Uriarte as attorney-in-fact
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.

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SECRETARY OF STATE
DIVISION OF CORPORATION
MAY - 3 AM 7:43

Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach, FL 33139-6629
(305) 672-0686

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12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS

Robert C. Hackney
2240 Woolbright Road, Suite 336
Boynton Beach, FL 33426

B. OFFICERS

PRESIDENT: Robert C. Hackney
2240 Woolbright Road, Suite 336
Boynton Beach, FL 33426

SECRETARY: Raul E. Balsara
2240 Woolbright Road, Suite 336
Boynton Beach, FL 33426

TREASURER: Raul E. Balsara
2240 Woolbright Road, Suite 336
Boynton Beach, FL 33426

13. Signature of an officer listed in Item 12:

By: 

Robert C. Hackney, President
by Luis A. Uriarte as attorney-in-fact

Date: May 3, 1996

H96000006061

Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach, FL 33139-6629
(305) 672-0686



COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

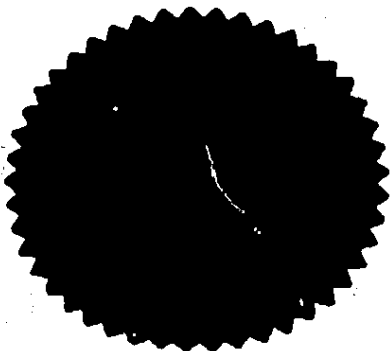
MAY 01, 1996

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

NET LINK, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania
and remains a subsisting corporation so far as the records of this office
show, as of the date herein.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and caused
the Seal of the Secretary's
Office to be affixed, the day
and year above written.

Secretary of the Commonwealth

DPOS

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DIVISION OF CORPORATIONS
96 MAY -3 AM 7:43