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June 26, 1996

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUN 29 PM 1:41

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

Re: International Communications & Consulting of Delaware, Inc.

hc  
7/1

Dear Sir/Madam:

This letter will serve as our request to register a foreign corporation to transact business in Florida. Accordingly, enclosed please find the following:

1. Our operating account check bearing number 6576 in the amount of \$70.00 made payable to the Secretary of State (\$35.00 filing fee and \$35.00 registered agent designation);
2. A Certificate of Good Standing from the State of Delaware dated 6/18/96; and
3. A completed Application by Foreign Corporation for Authorization to Transact Business in Florida.

Please send the acknowledgement to Mark C. Perry, Esq. at the above address. You can reach Mr. Perry at (954) 564-6616. Thank you for your assistance in this matter.

Very truly yours,

*Abby J. Blackman*  
ABBY J. BLACKMAN, Assistant  
to Mark C. Perry

/ajb  
Enclosures  
cc: client

400001886374  
-07/08/96--01039--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

**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. INTERNATIONAL COMMUNICATIONS & CONSULTING OF DELAWARE, 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. May 28, 1996  
(Date of Incorporation)

4. Perpetual  
(Duration)

5. \_\_\_\_\_  
(Federal Employer Identification number, if applicable)

6. APPLICATION MADE  
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 2455 EAST SUNRISE BOULEVARD, SUITE 311, FORT LAUDERDALE, FL 33304  
(Current mailing address)

8. GENERAL CORPORATE BUSINESS  
(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: \_\_\_\_\_  
Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_  
Address: \_\_\_\_\_  
\_\_\_\_\_

Director: Hans J. Schubert  
Address: 2455 East Sunrise Boulevard, Suite 311  
Fort Lauderdale, FL 33304

Director: Anton Schnedl Edgar Wortmann  
Address: 2455 East Sunrise Boulevard 2455 East Sunrise Boulevard  
Suite 311 Suite 311  
Fort Lauderdale, FL 33304 Fort Lauderdale, FL 33304

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**B. Officers:**

**President:** Anton Schmedl

**Address:** 2455 East Sunrise Boulevard  
Suite 311  
Fort Lauderdale, Florida 33304

**Vice President:** Hans Schubert

**Address:** 2455 East Sunrise Boulevard  
Suite 311  
Fort Lauderdale, Florida 33304

**Secretary:** Edgar Wortmann

**Address:** 2455 East Sunrise Boulevard  
Suite 311  
Fort Lauderdale, Florida 33304

**Treasurer:** Edgar Wortmann

**Address:** 2455 East Sunrise Boulevard  
Suite 311  
Fort Lauderdale, Florida 33304

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

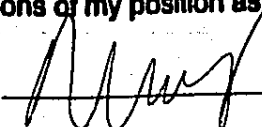
**10. Name and Street address of Florida registered agent:**

**Name:** Mark C. Perry, Esq.

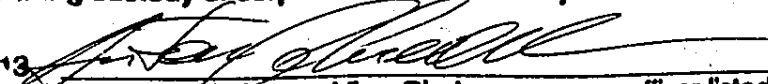
**Office Address:** 2455 East Sunrise Boulevard, Suite 905  
Fort Lauderdale, Florida 33304  
Zip Code

**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: 

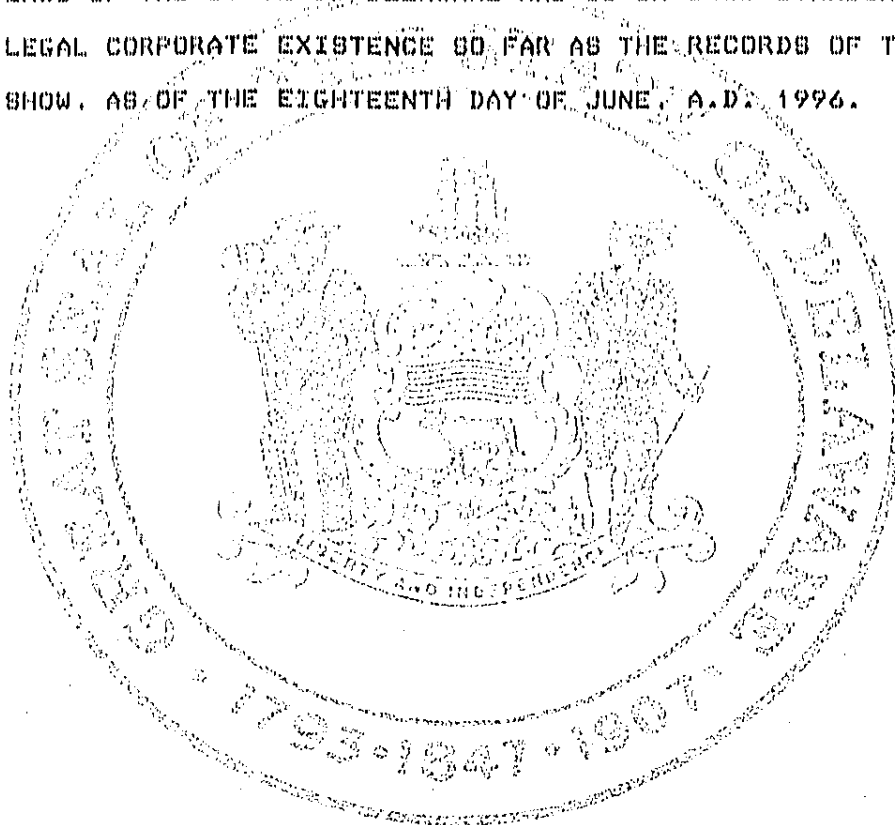
12. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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

14. Anton Schmedl (President)  
(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 "INTERNATIONAL COMMUNICATIONS & CONSULTING OF DELAWARE, 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 EIGHTEENTH DAY OF JUNE, A.D. 1996.



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DIVISION OF CORPORATIONS  
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*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION

DATE:

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06-18-96