

F96000003352

1201 HAYS STREET
TALLAHASSEE, FL 32307
904-24-0171
904-24-0171 FAX

800-142-8006

96 JUN 13 AM 8:24



ACCOUNT NO. : 0721000000
REFERENCE : 983174 4302847
AUTHORIZATION : Patricia Pizutto
COST LIMIT : \$ 70.00

ORDER DATE : June 11, 1996

ORDER TIME : 3:39 PM

ORDER NO. : 983174

CUSTOMER NO: 4302847

100001860971

CUSTOMER: Mr. Kelly Snyder
Gray Cary Ware & Freidenrich
400 Hamilton Avenue
Palo Alto, CA 94301-1825

W96-12598

FOREIGN FILINGS

NAME: BID&ASK, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

96 JUL - 1 PM 4:32
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
9/1



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 13, 1998

CSC NETWORKS

SUBJECT: BID&ASK, INC.
Ref. Number: W96000012598

RESUBMIT
Please give original
submission date as file date.

We have received your document(s) in this office, however, the document is being returned 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: 696A00029457



INCORPORATING SERVICES, LTD.
Personal Corporate Services

MICHAEL D. McCUSKER
Executive Vice President

June 28, 1996

CBC
Attn: Jennifer Moran
1201 Naya Street
Tallahassee, FL 32301-2607

Dear Jennifer:

I, Jane V. Sheffer, Assistant Secretary, Incorporating Services, Ltd. agree to release the name reservation on BID & ASK, INC., in the State of Florida.

If you should have any questions, please call.

Sincerely,

JANE V. SHEFFER
Assistant Secretary

cc: Kelly Snyder
GRAY, CARY, WARE, ET AL.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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. bid&ask, 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 3. 65-0668696
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. May 10, 1996 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. May 15, 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 4820 Bayshore Drive
Naples, FL 33962
(Current mailing address)
8. To engage in any lawful act or activity for which a corporation may be organized under the general corporation law of Delaware.
(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: Bette Byouk
Office Address: 4820 Bayshore Drive
Naples, Florida, 33962

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TALLAHASSEE, FLORIDA

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: Bette Byouk

(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: James P. Lennano
Address: 4820 Bayshore Drive
Naples, Florida 33962

Vice Chairman: _____
Address: _____

Director: James S. Catchot
Address: 3880 Seaport Blvd.
W. Sacramento, CA 95691

Director: LeNoir Zaiser
Address: 3784 Mercantile Ave.
Naples, Florida 34102

B. OFFICERS

President: James P. Lennane
Address: 4820 Bayshore Drive
Naples, Florida 33962

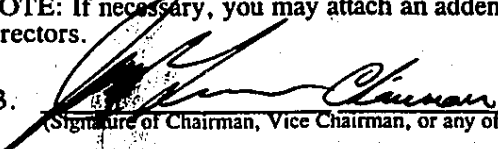
Vice President: _____
Address: _____

Secretary: Bette Byouk
Address: 4820 Bayshore Drive
Naples, Florida 33962

Treasurer: _____
Address: _____

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

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

14. James P. Lennane, Chairman
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BID&ASK, 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 THIRTY-FIRST DAY OF MAY, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BID&ASK, INC." WAS INCORPORATED ON THE TENTH DAY OF MAY, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

2601760 8300

960158108

AUTHENTICATION:

7967934

DATE:

05-31-96