

F96000003597

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: THE COMPANY CORPORATION
1313 N MARKET ST
SUITE 3410
WILMINGTON DE 19001-1150
CONTACT: KIMBERLY ANDRAS
PHONE: (302) 575-0440
FAX: (302) 575-1346
DOCUMENT TYPE: FOREIGN PROFIT

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QUALIFICATION

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 15, 1996

THE COMPANY CORPORATION
KIMBERLY ANDRAS
WILMINGTON, DE 19801-1150

SUBJECT: SEATSIDE COMPUTING, INC.
REF: W96000014754

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Jennifer Sindt
Document Examiner

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H96000004773

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. SEATSIDE COMPUTING, 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 named of a natural person or partnership if not so contained in the name at present.)

2. DELAWARE 3. Applied For

4. MARCH 15, 1996 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. NONE TO DATE
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.105, F.S.))

7. 744 N.E. 113 ST.

MIAMI, FL. 33161
(Current mailing address)

8. SELL COMPUTER SOFTWARE APPLICATION
(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: Larry Wolfe

Office Address: 200 A John Knox Road

Tallahassee FL, Florida, 32306-6643
(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.

Sealman Computer See attached
(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.

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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: CHARLES W. BULLERAddress: 744 N.E. 113 ST.MIAMI, FL. 33161Vice Chairman: STEVE WRUCKEAddress: 744 N.E. 113 ST.MIAMI, FL. 33161

Director: _____

Address: _____

Director: _____

Address: _____

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

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)14. STEVE WRUCKE / VICE CHAIRMAN
(Typed or printed name and capacity of person signing application)FILED
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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS
MAY BE SERVED.**

In compliance with Section 607.1507, Florida Statutes, the following is submitted:

First, this Seaside Computing, Inc. desiring to
organize under the laws of the state of Florida with its principal place of business located in
the city of Miami, State of Florida, has named Larry Wolfe
located at 200 - A John Knox Road, Tallahassee FL. 32303-6643 as its agent for service of
process within Florida.

Having been named to accept service of process for the above stated corporation, at
the place designated in this Certificate, I hereby agree to act in this capacity, and I further
agree to comply with the provisions of all statutes relative to the proper and complete
performance of my duties.


Larry Wolfe

Date

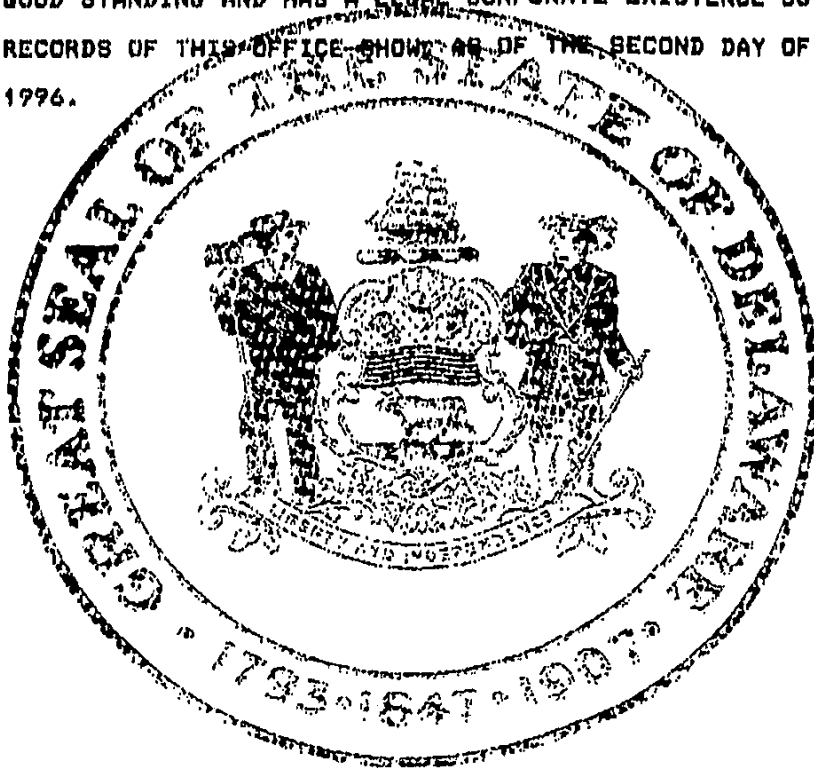
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State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SEATSIDE COMPUTING, 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 SECOND DAY OF JULY, A.D. 1996.



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Edward J. Freel, Secretary of State

8013039

AUTHENTICATION:

DATE:

07-02-96