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LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032
REFERENCE : 104771 7111328
AUTHORIZATION : *Patricia Pysink*
COST LIMIT : \$ 70.00

ORDER DATE : October 1, 1996

ORDER TIME : 9:46 AM

ORDER NO. : 104771

200001969-42

CUSTOMER NO: 7111328

CUSTOMER: Paul Ungar, Esq
Paul Ungar, Esq.
16 Monmouth Avenue

Edison, NJ 08820

FOREIGN FILINGS

NAME: PICKNET, 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: Victoria L. Perez

FILED
96 OCT -4 PM 12:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 OCT -4 AM 11:26
DIVISION OF CORPORATION

**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. PICKNET, 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. NEW JERSEY 3. 22-3438713
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. APRIL 16, 1996 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. UPON QUALIFICATION
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 189 BERDAN AVENUE, SUITE 171
WAYNE, NEW JERSEY 07470
(Current mailing address)
8. TO ENGAGE IN THE RE-SALE OF LONG-DISTANCE TELEPHONE TIME
TO OTHER TELEPHONE CARRIERS
(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: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301
(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.

Corporation Service Company

By: Vicki Schreiber, Asst. V.P.
(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.

FILED
96 OCT -1 PM 12:41
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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: DIEGO LEIVA

Address: 99 CHEYENNE WAY, WAYNE, NJ 07470

DIRECTOR:
Vice Chairman: ROBERT R. SAMS

Address: WOODMANS FARM, PERRYMAN'S LA., BURWASH, E. SUSSEX TN197DN, ENGLAND

DIRECTOR: RICARDO MARANON
Address: 1400 STILLWATER DR., MIAMI BEACH, FL 33141

Director: RAYMOND M. BRENNAN

Address: 139 W. LAKE SHORE DR., ROCKAWAY, NJ 07866

Director: GREG MANNING

Address: 775 PASSAIC AVE., WEST CALDWELL, NJ 07006

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

President: & CEO: DIEGO LEIVA

Address: 99 CHEYENNE WAY, WAYNE, NJ 07470

Vice President: KAREN M. QUINN

Address: 5535 NETHERLAND AVE., BRONX, NY 10471

VICE PRES &
Secretary: RAYMOND M. BRENNAN

Address: 139 W. LAKE SHORE DR., ROCKAWAY, NJ 07866

CFO &
Treasurer: KARL R. PETERSSEN

Address: 16 FRANKLIN PL., GLEN ROCK, NJ 07452

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

13. Raymond M. Brennan 9/30/96
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. RAYMOND M. BRENNAN, VICE PRESIDENT
(Typed or printed name and capacity of person signing application)

FILED
96 OCT -4 PM 12:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
36 OCT -4 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEW JERSEY SECRETARY OF STATE

PICKNET, INC.

I, THE SECRETARY OF STATE OF THE STATE OF NEW JERSEY, DO HEREDY CERTIFY THAT THE RECORDS OF THIS OFFICE SHOW THAT THE CHARTER/AUTHORITY OF THE ABOVE-NAMED NJ BUSINESS WAS FILED IN THIS OFFICE ON APR. 16, 1996.

I FURTHER CERTIFY, THAT SO FAR AS THE RECORDS OF THIS OFFICE SHOW, SAID BUSINESS HAS NOT BEEN DISSOLVED, CANCELLED, OR WITHDRAWN, NOR HAS ITS CHARTER/AUTHORITY BEEN VOIDED/REVOKED FOR NON-PAYMENT OF STATE TAXES BY PROCLAMATION. IT NOW CONTINUES TO MAINTAIN ACTIVE STATUS WITHIN THE STATE OF NEW JERSEY. AT THE TIME OF THE ISSUANCE OF THIS CERTIFICATE, ANNUAL REPORTS ARE CURRENT.

I FURTHER CERTIFY THAT THE LOCATION OF THE REGISTERED OFFICE IS

189 BERDAN AVE SUITE 171

WAYNE

NJ 07470

AND THE REGISTERED AGENT IS DIEGO LEIVA.

OCT. 02, 1996

Sonnie R. Woolley

