

F96000005994

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Direct Connections Corporation
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Lamar Conerly, Jr., P.A. 300002006008--5
(Name of Person)

-11/15/96--01069--008
*****70.00 *****70.00

(Firm/Company)

P. O. Box 175
(Address)

Destin, Florida 32540
(City/State/Zip)

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Should you need to call someone concerning this matter, please call:

Lamar Conerly, Jr.
(Name of Person)

at (904) 837-5118
(Area Code & Daytime Telephone Number)

mt
11/18

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned JANE BLANKS STRICKLAND, do hereby certify
that this Resolution of the Board of Directors of DIRECT CONNECTIONS CORP.

a corporation duly organized and existing under the laws of the State of NEVADA
was duly adopted on NOVEMBER 13, 19 96.

Resolved, that DIRECT CONNECTIONS CORPORATION, organized
and existing in the State of NEVADA, hereby adopts the
name DIRECT CONNECTIONS CORPORATION OF NEVADA
for use in Florida.

Dated: 11/13/96

Jane Blanks Strickland
Signature of at least one director

DNHS19(3/95)

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**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. Direct Connections Corporation

(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. Nevada

(State or country under the law of which it is incorporated)

3. 88-0334462

(FEI number, if applicable)

4. 12-29-94

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. 11-01-96

(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 127 Hwy. 98 E., Suite 12A

Destin, Florida 32541

(Current mailing address)

8. Retail Sales

(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: Lamar Conerly, Jr.

Office Address: 1234 Airport Rd., Suite 111

Destin

, Florida, 32541

(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.


(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: Jane Blanks Strickland

Address: 127 Hwy. 98 E., Suite 12 A

Destin, FL 32541

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: Jane Blanks Strickland

Address: 127 Hwy. 98 E., Suite 12 A

Destin, FL 32541

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

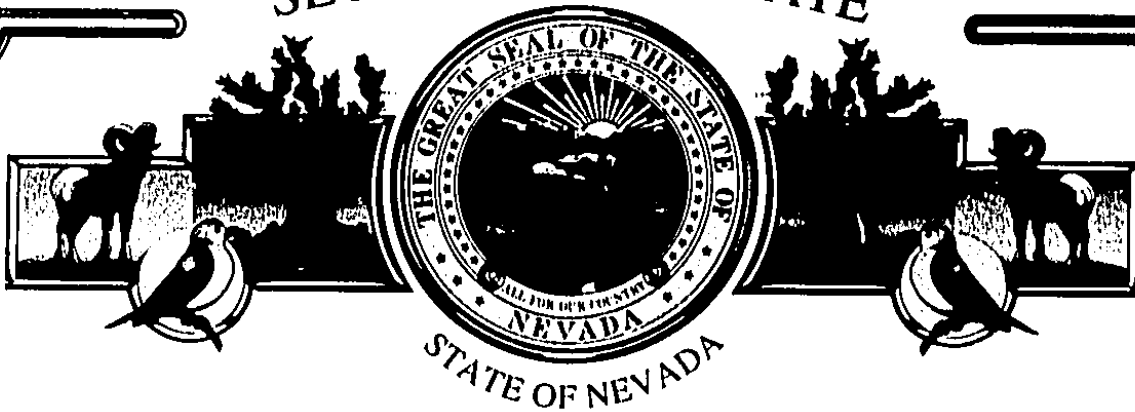
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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

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

14. Jane Blanks Strickland, Chairman
(Typed or printed name and capacity of person signing application)

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes (which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976) and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **DIRECT CONNECTIONS CORPORATION**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since December 29, 1994, and is in good standing in this state.

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IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on October 29, 1996.



Dean Heller

Secretary of State

By *[Signature]*
Certification Clerk