TILANSMILTAN LETTER (7)

To: Qualification/Tanzlen Station
Division of Corporations

SUBJECT: _	CONTEXT,	INC. O	F	DELAWARE	-	三三	9	
		(Nam	e o	of corporation - must include suffix))		DEC	- 1
Dear Sir or Madam:					PSS.	00		
	Existence", and			poration for Authorization to Transa bmitted to register the above referen				to

Please return all correspondence concerning this matter to the following:

	Karin A. Scheiwe	,
	(Name of Person)	21866
	Context, Inc.	w97-26846
	(Firm/Company)	
	16238 East Shirley Shores	
	(Address)	00000023762800
	Tavares, FL 32778	-12/18/9701033002 *****70.00 *****70.00
	(City/State/Zip)	<u>-</u> <u>#≥</u> · ·
Should you nee	ed to call someone concerning this matter, please call:	
Karin A	. Scheiwe at (352) 343-0	661 #12/18

COURIER ADDRESS:

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

(Name of Person)

MAILING ADDRESS:

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

(Area Code & Daytime Telephone Number)



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

December 2, 1997

KARIN A. SCHEIWE CONTEXT, INC. 16238 E. SHIRLEY SHORES TAVARES, FL 32778

SUBJECT: CONTEXT, INC. Ref. Number: W97000026846

We have received your document for CONTEXT, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00.

The name listed in number 1 of the application must appear exactly as it is listed on your certificate. If the name of the corporation is unavailable for use in Florida, a resolution by the board of directors will need to be completed.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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 (850) 487-6093.

Freta Lott Corporate Specialist Supervisor

Letter Number: 997A00056872

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned	JOHN P. SCHEIWE (Name)		<u>-</u>	_, do hereby certify
that this Resolution of the	Board of Directors of	CONTEXT,	INC.	
	(Corporate l	Name)		
a corporation duly organi	zed and existing under the la	iws of the State of	DELA	WARE,
was duly adopted on	AUGUST 27: TTT			, 19 97
Be it resolved, that	CONTEXT, INC.	(Corporate Name)		
organized and existing in	the State ofDELAWAR	E	, hereb	by adopts the name
CONTEXT	, INC. OF DELAWARE	1.	<u>-</u>	_ for use in Florida.
		•		
Dated: DECEMBER	5, 1997			
	Signature of either Chairman, Vi	ice Chairman or any of	ficer	
	JOHN P. SCHEI	WE		
	Type or prin	nt name		·

INHS19(4/96)

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. CONTEXT, 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.) DELAWARE, USA (State or country under the law of which it is incorporated) (FEI number, if applicable) PERPETUAL (Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual") NONE TRANSACTED YET (Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.) CONTEXT, INC. 16238 EAST SHIRLEY, SHORES, TAVARES, FL 32778 (Current mailing address) DEVELOPMENT AND SALE OF INTELLECTUAL PROPERTY AND SERVICES (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) 9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable) JOHN P. SCHEIWE Name: 16238 EAST SHIRLEY SHORES Office Address: TAVARES 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.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

	is (street address only - 1.0. box NO1 acceptable)	
Chairman:	JOHN P. SCHEIWE	
Address:	16238 EAST SHIRLEY SHORES	
	TAVARES, FL 32778	
Vice Chairman:	DMITRY RAZGOULIAEV	
Address:	VOROSHILOVA ST. 2	
	ST. PETERSBURG, 195213, RUSSIA	-
Director:	KARIN A. SCHEIWE	
Address:	16238 EAST SHIRLEY SHORES	
	TAVARES, FL 32778	
Director:		
B. OFFICERS	6 (Street address only - P.O. Box NOT acceptable)	
President:	JOHN P. SCHEIWE	
Address:	16238 EAST SHIRLEY SHORES	
	TAVARES, FL 32778	
Vice President: _		
Address:		
Secretary:	KARIN A. SCHEIWE	
Address:	16238 EAST SHIRLEY SHORES	
,	TAVARES, FL 32778	•
Freasurer:	KARIN A. SCHEIWE	
Address:	16238 EAST SHIRLEY SHORES	
	TAVARES, FL 32778	
NOTE: If neces	sary, you may attach an addendum to the application listing additional officers and/or directors.	
13	Value P. Solins	
	(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)	
14	JOHN P. SCHEIWE, CHAIRMAN	
	(Typed or printed name and capacity of person signing application)	

State of Delaware

Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "CONTEXT, 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 NINTH DAY OF DECEMBER, A.D. 1997.



Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 8799344

12-09-97

2787662 8300

971408127