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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 766035 4654A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia P. P.

ORDER DATE : April 2, 1998

ORDER TIME : 9:40 AM

ORDER NO. : 766035-005

CUSTOMER NO: 4654A

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CUSTOMER: Mr. Randall N. Rae
McCarthy Tetrault 1300-777
P.O. Box 10424, Pacific Centre
Vancouver
British Columbia, CN V7Y 1K2

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DIVISION OF CORPORATIONS
98 APR -3 AM 11:54

FOREIGN FILINGS

NAME: CHEQUEMARK PATENT INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

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DIVISION OF CORPORATION

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. ChequeMARK Patent 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. Applied for
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 2-23-98 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. 1013 Centre Road
Wilmington, DE 19805
(Current mailing address)
8. To engage in any lawful activity for which corporations may be/
(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.
By: Karen B. Rozar
(Registered agent's signature) Karen B. Rozar, As Its Agent
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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 98 APR -3
 11:54
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ID:

MAR 06 '98 13:14 No.003 P.09

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: Patrick H. Gaines

Address: 644 Hornby St.

Vancouver B.C.

Vice Chairman: _____

Address: _____

Director: Donald Salekin

Address: 2390 Lonsdale Ave.

North Vancouver, B.C. V7N 4M0

Director: Wendy Ogilvie

Address: 5375 50th Ave.

Ladner B.C. V4K 4R5

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

President: Patrick H. Gaines

Address: 644 Hornby St.

Vancouver B.C.

Vice President: _____

Address: _____

Secretary: Wendy Ogilvie

Address: 5375 50th Ave.

Ladner B.C. V4K 4R5

Treasurer: Wendy Ogilvie

Address: 5375 50th Ave.

Ladner B.C. V4K 4R5

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. PATRICK GAINES

(Typed or printed name and capacity of person signing application)

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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 "CHEQUEMARK PATENT 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 APRIL, A.D. 1998.

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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9007814

DATE: 04-02-98