

F98000002822

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Odyssey Solutions, Inc.
(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: 000002517050--7
-05/08/98--01067-003
*****78.75 *****78.75

Warren Schmitt

(Name of Person)

Odyssey Solutions, Inc.

(Firm/Company)

3-45 149th Pl

(Address)

Whitestone, NY 11357

(City/State/Zip)

FILED
98 MAY 19 AM 10:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Warren Schmitt

(Name of Person)

at (718) 746-1090

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
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

W98-10508
A25/19/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

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98 MAY 19 AM 10:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 8, 1998

WARREN SCHMITT
ODYSSEY SOLUTIONS, INC.
3-45 149TH PL
WHITESTONE, NY 11357

SUBJECT: ODYSSEY SOLUTIONS, INC.
Ref. Number: W98000010508

We have received your document for ODYSSEY SOLUTIONS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

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) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 998A00025616

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

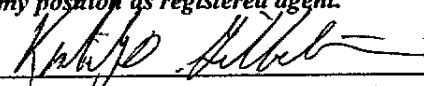
*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Odyssey Solutions, 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. NY 3. 11-3317494
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 4-23-96 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. 3-45 149th Pl
Whitestone, NY 11357
(Current mailing address)
8. Telecommunications Consulting and Installation
(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)
Name: CT Corporation System
Office Address: 1200 South Pine Island Rd
Plantation, FL, Florida, 33324
Telephone: 954-473-5503 (Zip code)

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TALLAHASSEE, FLORIDA

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)

A. DIRECTORS (Street address only - P.O. Box **NOT** acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Thomas Kolm

Address: 5 Lawrence Court

Hicksville, NY 11861

Director: Warren Schmitt

Address: 3-45 149th Pl

Whitestone, NY 11357

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

President: Thomas Kolm

Address: 5 Lawrence Court

Hicksville, NY 11861

Vice President: _____

Address: _____

Secretary/Treas: Warren Schmitt

Address: 3-45 149th Place

Whitestone, NY 11357

Treasurer: _____

Address: _____

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

13. Warren Schmitt
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Warren Schmitt, Secretary/Treasurer
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

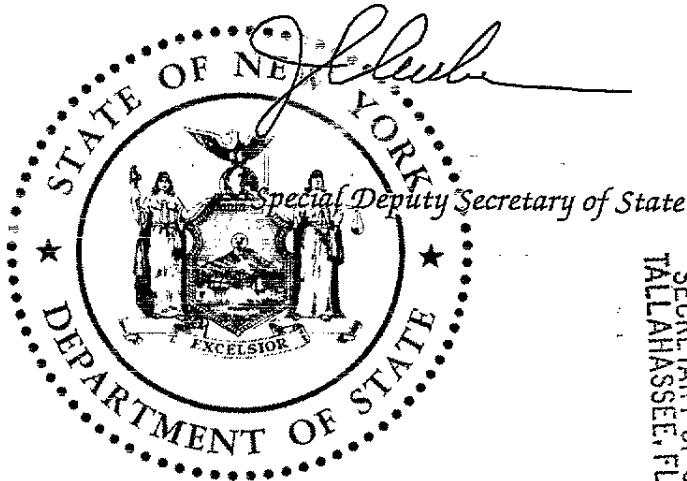
State of New York
Department of State

ss:

I hereby certify, that the certificate of incorporation of ODYSSEY SOLUTIONS, INC. was filed on 04/23/1996, with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 24th day of April
one thousand nine hundred and
ninety-eight.

199804270042 08



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED