



THE UNITED STATES
CORPORATION
COMPANY

F98000002849

ACCOUNT NO. : 072100000032

REFERENCE : 756951 146705A

AUTHORIZATION :

Patricia Pigut

COST LIMIT : \$ 70.00

ORDER DATE : March 26, 1998

ORDER TIME : 9:39 AM

ORDER NO. : 756951-005

CUSTOMER NO: 146705A

CUSTOMER: Ms. Rochelle Goldfinger
Ms. Rochelle Goldfinger
20432 San Rafael Court

Boca Raton, FL 33498

500002521655-2

FOREIGN FILINGS

NAME: TELL-ONE 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: Christopher Smith

W98-10863

98 MAY 13 AM 8:36
DIVISION OF CORPORATIONS
RECEIVED
98 MAY 13 AM 10:39
DIVISION OF CORPORATIONS

Confer
P93-79588



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 13, 1998

CSC

SUBJECT: TELL-ONE INC.
Ref. Number: W98000010863

RESUBMIT

Please give original
submission date as file date.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 13 AM 8:36

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 798A00026508



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 19, 1998

CSC

SUBJECT: TELL-ONE INC.
Ref. Number: W98000010863

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DIVISION OF CORPORATIONS
98 MAY 13 AM 8:36

The name that you have adopted, TOINC, is also not available. Please adopt another name for use in Florida.

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) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 198A00027842

RESUBMIT

Please give original
submission date as file date.

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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98 MAY 19 PM 3:26

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 13 AM 9:36I, the undersigned Rochelle Goldfinger, do hereby certify
(Name)that this Resolution of the Board of Directors of Tell-One, Inc.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of New York,was duly adopted on February 22nd, 19 95.Be it resolved, that Tell-One, Inc.
(Corporate Name)organized and existing in the State of New York, hereby adopts the namePROMOCARD, INC.

for use in Florida.

Dated: 5-18-98Rochelle Goldfinger

Signature of either Chairman, Vice Chairman or any officer

Rochelle Goldfinger

Type or print name

**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. **Tell-One 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 York**
(State or country under the law of which it is incorporated)
3. **11-3253955**
(FBI number, if applicable)
4. **02/22/95**
(Date of Incorporation)
5. **PERPETUAL**
(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. **732 Imperial Drive**
Baldwin, New York 11510
(Current mailing address)
8. **Moving to Florida**
(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: **Rochelle Goldfinger**
Office Address: **20432 San Rafael Court**
Boca Raton, Florida, **33498**
(Zip Code)

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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.

Rochelle Goldfinger
(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 directors (P. O. Box NOT acceptable)

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

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

14. **Rochelle Goldfinger President**
(Typed or printed name and capacity of person signing application)

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- WIL

OFFICERS/DIRECTORS
TELL-ONE, INC.

ROCHELLE GOLDFINGER, PRESIDENT
20432 SAN RAFAEL COURT
BOCA RATON, FL 33498

CGW

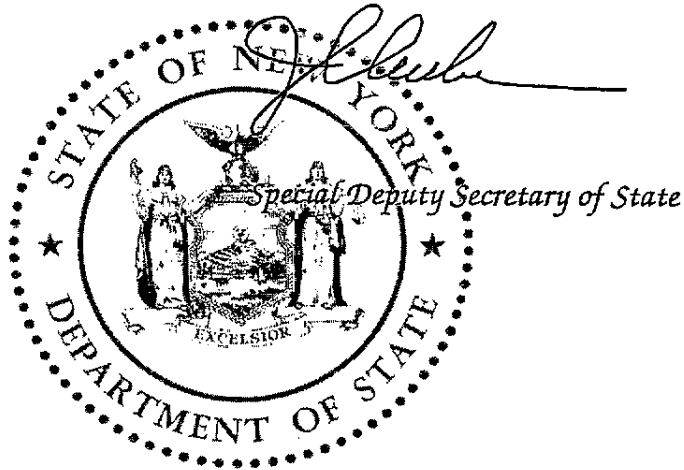
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DIVISION OF CORPORATIONS
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State of New York
Department of State } ss:

I hereby certify, that the certificate of incorporation of TELL-ONE INC. was filed on 02/22/1995, 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 25th day of March
one thousand nine hundred and
ninety-eight.

199803260570 51



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