

F98000002958

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Megabite Computers (Show Team), 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:

Melinda McCauley
(Name of Person)
Megabite Computers (Show Team), Inc.
(Firm/Company)
601 Monroe Avenue
(Address)
Cape Canaveral FL 32920
(City/State/Zip)

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*****70.00 *****70.00

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

Melinda McCauley at (407) 799-0076
(Name of Person) (Area Code & Daytime Telephone Number)

2/5/27/98

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

W98-10010



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 5, 1998

MELINDA MCCAULEY
MEGABITE COMPUTERS (SHOW TEAM), INC.
601 MONROE AVE.
CAPE CANAVERAL, FL 32920

SUBJECT: MEGABITE COMPUTERS (SHOW TEAM), INC.
Ref. Number: W98000010010

We have received your document for MEGABITE COMPUTERS (SHOW TEAM), INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

A photocopy of the certificate of existence 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) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 098A00024535

**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. Megabyte Computers (Show Team), 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. Nevada 3. 59-3504645
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 3-30-98 5. _____
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 5-1-98
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 601 Monroe Avenue
Cape Canaveral FL 32920
(Current mailing address)

8. Sell Computers & Computer Parts
(Purpose(s) of corporation authorized in home state or county 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: Melinda McCauley

Office Address: 601 Monroe Ave
Cape Canaveral FL 32920, Florida, 32920
(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.

Melinda McCauley
(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: Melinda McCauley

Address: 601 Monroe Ave.

Cape Canaveral FL 32920

Vice Chairman: same as above

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: same as above

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

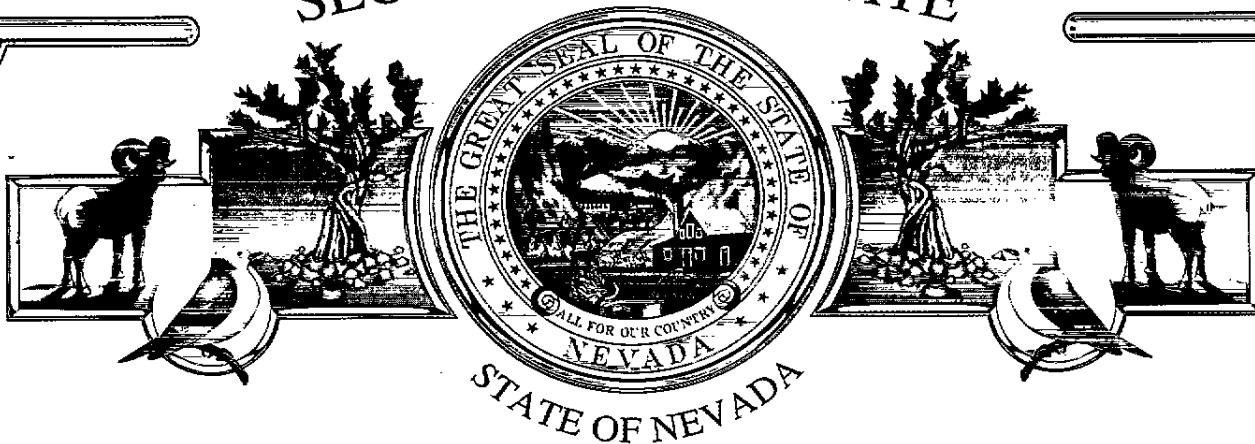
Address: _____

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

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

14. Melinda McCauley, President
(Typed or printed name and capacity of person signing application)

SECRETARY OF STATE



CORPORATE CHARTER

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that **MEGABITE COMPUTERS(SHOW TEAM), INC.** did on **March 30, 1998** file in this office the original Articles of Incorporation; that said Articles are now on file and of record in the office of the Secretary of State of the State of Nevada, and further, that said Articles contain all the provisions required by the law of said State of Nevada.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on **March 30, 1998**.



Dean Heller

Secretary of State

By

[Signature]

Certification Clerk