

F98000004901

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Dyrect Net Inc.
(Name of corporation - must include suffix)

900002617239--6
-08/17/98--01058--004
*****70.00 *****70.00

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:

William R. Trippett
(Name of Person)
Dyrect Net Inc.
(Firm/Company)
110 Shomate Drive
(Address)
Longwood, FL 32750
(City/State/Zip)

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

William R. Trippett at (804) 339-4634
(Name of Person) (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

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DIVISION OF CORPORATIONS
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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 18, 1998

WILLIAM R. TRIPPETT
DYRECT NET, INC.
110 SHOMATE DR
LONGWOOD, FL 32750

SUBJECT: DYRECT NET, INC.
Ref. Number: W98000018808

We have received your document for DYRECT NET, 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:

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.

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) 487-6092.

Hart Collins
Senior Corporate Section Administrator

Letter Number: 798A00042658

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned William R. Trippett, do hereby certify
(Name)

that this Resolution of the Board of Directors of _____
Dyrect Net Inc.
(Corporate Name)

a corporation duly organized and existing under the laws of the State of Virginia,

was duly adopted on August 27th, 19 98.

Be it resolved, that Dyrect Net, Inc.,
(Corporate Name)

organized and existing in the State of Virginia, hereby adopts the name

Big Net, Inc. for use in Florida.

Dated: 8.27-98

William R. Trippett

Signature of either Chairman, Vice Chairman or any officer

William R. Trippett

Type or print name

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**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. Direct Net 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. Virginia 3. 54-1868337
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 10-28-97 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 9-1-98
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 110 Shomate Drive
Longwood, FL 32750
(Current mailing address)
8. Advertising Sales
(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: William R. Trippett
Office Address: 110 Shomate Drive
Longwood, FL, Florida, 32750
(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.

William R. Trippett

(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.

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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:

William R. Trippett

Address:

110 Shomate Drive
Longwood, FL 32750

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

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

President:

William R. Trippett

Address:

110 Shomate Drive
Longwood, FL 32750

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.

William R. Trippett

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

14.

William R. Trippett

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

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

DIRECT NET, INC. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is October 28, 1997.

Nothing more is hereby certified.

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Signed and Sealed at Richmond
on this Date: May 14, 1998

William J. Bridge

William J. Bridge, Clerk of the Commission