

F98000005825

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

500002666935--3
-10/19/98--01082--003
****122.50 *****78.75

SUBJECT: ISPNews, 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:

Peggy Pennefather

(Name of Person)

(Firm/Company)

24000 Greater Mack

(Address)

St. Clair Shores, MI 48080

(City/State/Zip)

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DIVISION OF CORPORATIONS
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10/19

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

Peggy Pennefather

(Name of Person)

at (810) 775-2900

(Area Code & Daytime Telephone Number)

STREET 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

**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. ISPNews, 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. Michigan

(State or country under the law of which it is incorporated)

3. 38-3349606

(FEI number, if applicable)

4. 3-11-97

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. March 16, 1998

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 24000 Greater Mack

St. Clair Shores, MI 48080

(Current mailing address)

8. News Group Access Service

(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: David S. Rybarczyk

Office Address: 220 E. Harvard

Orlando

, Florida, 32804

(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.

① David S. Rybarczyk

(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: Michael Betts

Address: 2444 Otter Ave.

Warren, Michigan

Vice Chairman: Stephen H. Kennel

Address: 2091 Ascot

Ann Arbor, Michigan

Director: Christopher T. Charlton

Address: 344 Provencal

Grosse Pointe Farms, Michigan

Director: _____

Address: _____

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

President: Michael Betts

Address: 2444 Otter Ave.

Warren, Michigan

Vice President: Stephen H. Kennel

Address: 2091 Ascot

Ann Arbor, Michigan

Secretary: Christopher T. Charlton

Address: 344 Provencal

Grosse Pointe Farms, Michigan

Treasurer: Stephen H. Kennel

Address: 2091 Ascot

Ann Arbor, Michigan

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

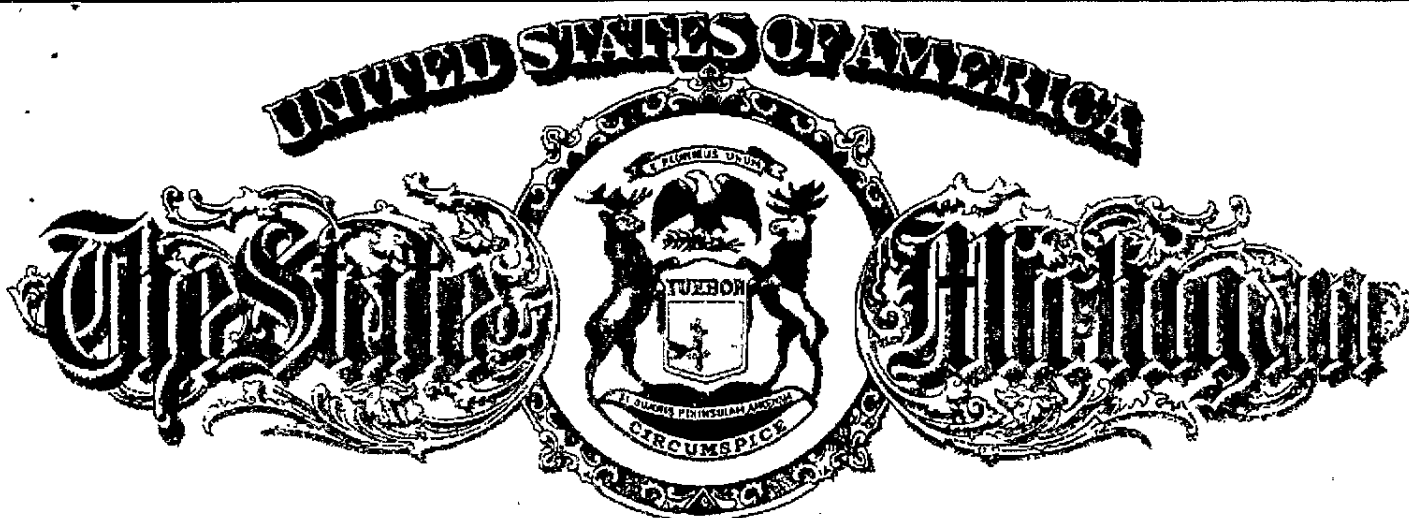
13. _____

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

14. _____

CHRISTOPHER T. CHARLTON, SECRETARY TREASURER

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



Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

ISPNEWS, INC.

*was incorporated on March 11, 1997, as a Michigan profit corporation,
and said corporation is in existence under the laws of this State.*

*This certificate is issued to attest to the fact that the corporation is in good standing
in this office as of this date and is duly authorized to transact business or conduct
affairs in Michigan and for no other purpose. It is in the usual form, made by me
as the proper officer, and is entitled to have full faith and credit given it in every
court and office within the United States.*

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*In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this 23rd day
of September, 1998.*

Julie Croll

, Director

Corporation, Securities and Land Development Bureau

