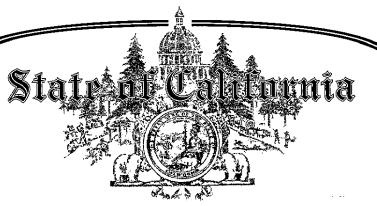
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| SPECIAL INSTRUCTIONS | | | | | <u>و</u> ا | -· - |

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

| | CE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO DREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA. | |
|---|--|----------------------|
| NEXT | ZAIN CORPORATION | 7 . |
| (Name of corpo | oration; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or viations of like import in language as will clearly indicate that it is a corporation instead of a or partnership if not so contained in the name at present.) | |
| 2. State or country | y under the law of which it is incorporated) SEC (978 5. Perpendicular (Duration: Year corp. will cease to exist or "perpetual") | |
| 4. <u>23 I</u> | DEC 1998 5. Herpetual | |
| | | |
| 6. Open (Date firs | st transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.) | |
| | | 38C |
| Fors | GREENBACK LANZ SUITE SASA Z SON CA 95630 1 (Current mailing address) | |
| , inc. | (Current mailing address) | |
| 8. <u>H9D</u> | PROLOGIC ANALYSIS AND SERVICES: Services of Florida) | TATE |
| | | 0, |
| 9. Name and st | reet address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable) | |
| Name: | CORPORATE ACCESS, INC. | |
| Office Address: | 236 EAST 6TH AVE. | - |
| | TALLAHASSEE, Florida, 32303 (Zip code) | |
| 10. Registered | agent's acceptance: | |
| this application, I with the provision | ted as registered agent and to accept service of process for the above stated corporation at the place de I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to a statutes relative to the proper and complete performance of my duties, and I am familiar with my position as registered agent. | to comply |
| | Van Bensal | |
| | (Registered agent's signature) | - |
| 11. Attached is a Department of Sta which it is incorporate | certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to late, by the Secretary of State or other official having custody of corporate records in the jurisdiction under | the er the law of |
| which is is menthe | Jidiou. | - |

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

| | TORS (Street address only - P.O. Box NOT acceptable) | |
|--|---|---|
| hairman: , | DAVID C. CURTIS | <u>. </u> |
| .ddress: | 211 Water View Way | - |
| | FOLSOM, CA 95630 | <u>1. </u> |
| | nan: | |
| | | |
| | | |
| irector: _ | Kathleen A. Curatis | |
| .ddress: _ | 211 Water View Way | |
| _ | FOLSON, CA 95630 | · |
| irector: _ | | |
| .ddress: _ | <u> </u> | <u> </u> |
| | | · · |
| | CERS (Street address only - P.O. Box NOT acceptable) | |
| resident: | DAUS C. CURTIC | <u> </u> |
| | SAME AS AROUT TOUGHA 24 SAME | |
| | | |
| | | 1 3- |
| ice Precid | lent' | |
| | lent: | |
| | lent: | |
| .ddress: _ | | |
| ddress: _ - ecretary: | Kathlesen A. Curtes | |
| .ddress: _ - ecretary: | | |
| .ddress: _ - ecretary: | Kathlesen A. Curtes | |
| ddress: _ - ecretary: ddress: _ | Kathlesen A. Curtes | |
| ddress: _ ecretary: _ ddress: _ 'reasurer: | Kathlesen A. Curtis Same as abose | |
| Address: _ decretary: _ Address: _ - Treasurer: | Kathleen A. Curtic Same as abose | |
| Address: decretary: Address: Treasurer: Address: | Kathlean A. Cates Same as abase f necessary, you may attach an addendum tysthe application listing additional officers and/or directors. | |
| Address: decretary: Address: Treasurer: Address: | Kathleen A. Coates Same as above f necessary, you may attach an addendum to the application listing additional officers and/or directors. | |
| ddress: ddress: Address: Treasurer: Address: | Kathlean A. Cates Same as abase f necessary, you may attach an addendum tysthe application listing additional officers and/or directors. | |



SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the _____3rd ____day of _____December _____,19 98

NEXRAIN CORPORATION

S.

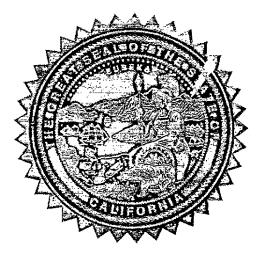
became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

January 6, 1999

Billyones

Secretary of State