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ACCOUNT NO. : 072100000032

REFERENCE : 173469 4329479

AUTHORIZATION :

Patricia Pyjuts

COST LIMIT : \$ 70.00

ORDER DATE : March 18, 1999

ORDER TIME : 11:16 AM

ORDER NO. : 173469-005

200002810512--8

CUSTOMER NO: 4329479

CUSTOMER: Alexandra Jensen, Legal Asst
Baker & Hostettler
200 South Orange Avenue
Suntrust Center Suite 2300
Orlando, FL 32802-0112

RECEIVED
99 MAR 18 PM 12:00
DIVISION OF CORPORATION

FOREIGN FILINGS

NAME: AUCTIONANYTHING.COM, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 18 PM 1:13

XXXX QUALIFICATION (TYPE: CO)

03/18

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

**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. AuctionAnything.com, 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. Delaware
(State or country under the law of which it is incorporated)
3. 13-2640971
(FEI number, if applicable)
4. 02/25/69
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Date of filing of this application
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. P.O. Box 520846
Longwood, FL 32752
(Current mailing address)
8. To engage in any lawful act or activity for which corporations may be organized in the state of 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: A.G.C. Co.

Office Address: 200 S. Orange Avenue, Suite 2300

Orlando

, Florida , 32801

(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.

A.G.C. CO.:

By: [Signature]

(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: Raymond J. Hotaling, III

Address: 550 Devonshire Blvd.

Longwood, FL 32750

Vice Chairman: _____

Address: _____

Director: Dennis A. Kurir

Address: 550 Devonshire Blvd.

Longwood, FL 32750

Director: Martin M. Meads

Address: 550 Devonshire Blvd.

Longwood, FL 32750

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

President: Raymond J. Hotaling, III

Secretary
Address: 550 Devonshire Blvd.

Longwood, FL 32750

Vice President: Martin M. Meads

Treasurer
Address: 550 Devonshire Blvd.

Longwood, FL 32750

Secretary: Dennis A. Kurir

Chief Executive Officer
Address: 550 Devonshire Blvd.

Longwood, FL 32750

Treasurer: _____

Address: _____

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

13. Raymond J. Hotaling, III 3/17/99
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Raymond J. Hotaling, III, President
(Typed or printed name and capacity of person signing application)

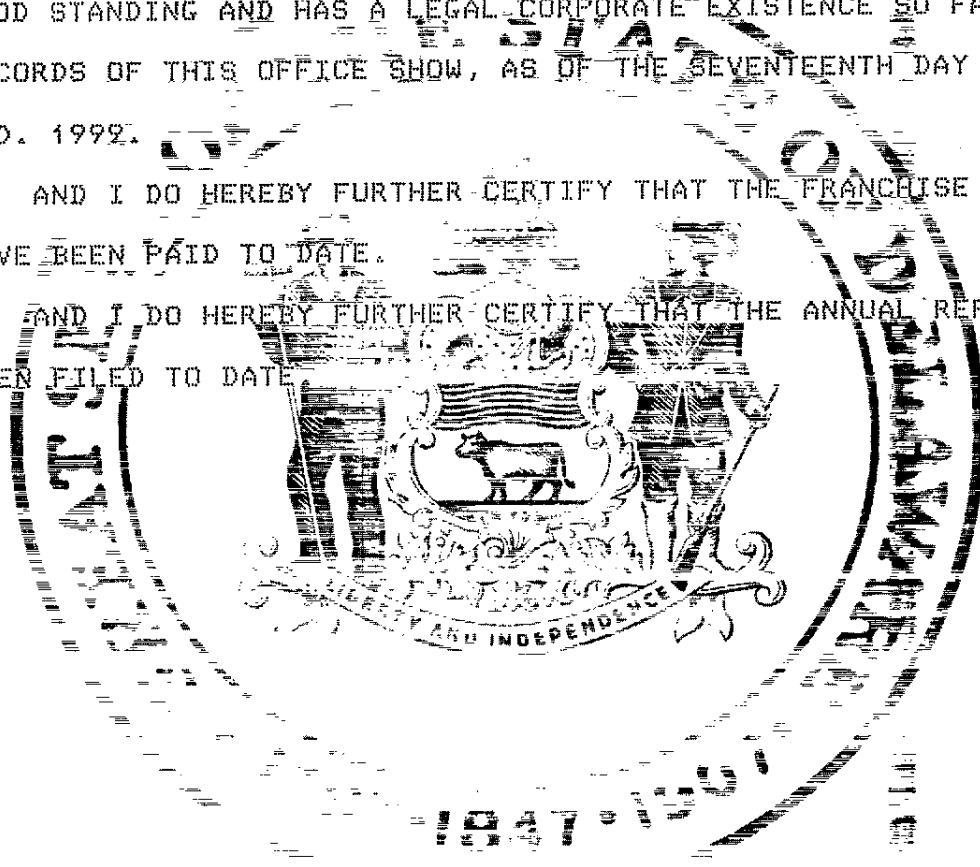
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SECRETARY OF STATE
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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AUCTIONANYTHING.COM, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH DAY OF MARCH, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 18 PM 1:13



Edward J. Freel

Edward J. Freel, Secretary of State

0703828 8300

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AUTHENTICATION:

9633600

DATE:

03-17-99