

F99000002051



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 190087 4656E

AUTHORIZATION :

Patricia Pujant

COST LIMIT : \$ 78.75

ORDER DATE : March 31, 1999

ORDER TIME : 2:15 PM

ORDER NO. : 190087-005

600002825676--0

CUSTOMER NO: 4656E

CUSTOMER: Michele J. Turton, Legal Asst
Greenberg Traurig Hoffman
Suite 2050
111 North Orange Avenue
Orlando, FL 32801

FOREIGN FILINGS

NAME: WORLD COMMERCE ONLINE, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

99 MAR 31 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

W11-7772

08/21/99

RECEIVED
99 MAR 31 PM 3:14



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 31, 1999

CSC-JANNA

SUBJECT: WORLD COMMERCE ONLINE, INC.
Ref. Number: W99000007772

RECEIVED
99 APR 21 AM 10:48
DIVISION OF CORPORATION
99 MAR 31 PM 1:08
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for WORLD COMMERCE ONLINE, INC. and your check(s) totaling \$78.75. 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: 099A00016397

Name should be available

RESUBMIT

Please give original
submission date as file date.

**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. WORLD COMMERCE ONLINE, 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
(State or country under the law of which it is incorporated)
3. 88-0251216
(FEI number, if applicable)
4. AUGUST 23, 1989
(Date of incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. UPON QUALIFICATION
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 9677 TRADEPORT DRIVE
ORLANDO, FLORIDA 32827
(Current mailing address)
8. DESIGN ELECTRONIC COMMERCE PLATFORMS
(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: KENNETH COBB, II
- Office Address: 9677 TRADEPORT DRIVE
ORLANDO, Florida, 32827
(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.

B. Cobb II
(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)

FILED
59 MAR 31 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: ROBERT SHAW

Address: 9677 TRADEPORT DRIVE

ORLANDO, FLORIDA 32827

DIRECTOR:

Vice Chairman: WILLIAM A. MOBLEY, JR.

Address: 9677 TRADEPORT DRIVE

ORLANDO, FLORIDA 32827

Director: KENNETH B. COBB II

Address: 9677 TRADEPORT DRIVE

ORLANDO, FLORIDA 32827

Director: MICHAEL W. POOLE

Address: 9677 TRADEPORT DRIVE

ORLANDO, FLORIDA 32827

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

President: WILLIAM A. MOBLEY, JR.

Address: 9677 TRADEPORT DRIVE

ORLANDO, FLORIDA 32827

EXECUTIVE
Vice President: KENNETH B. COBB II

Address: 9677 TRADEPORT DRIVE

ORLANDO, FLORIDA 32827

Secretary: KENNETH B. COBB II

Address: 9677 TRADEPORT DRIVE

ORLANDO, FLORIDA 32827

Treasurer: KENNETH B. COBB II

Address: 9677 TRADEPORT DRIVE

ORLANDO, FLORIDA 32827

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

13. K. B. Cobb II

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

14. Kenneth B. Cobb II, Exec. V.P. Secretary

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

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

WORLD COMMERCE ONLINE, INC. - ADDITIONAL SHEET

QUESTION 12.A. DIRECTORS:

DAVID R. PARKER
9677 TRADEPORT DRIVE
ORLANDO, FLORIDA 32827

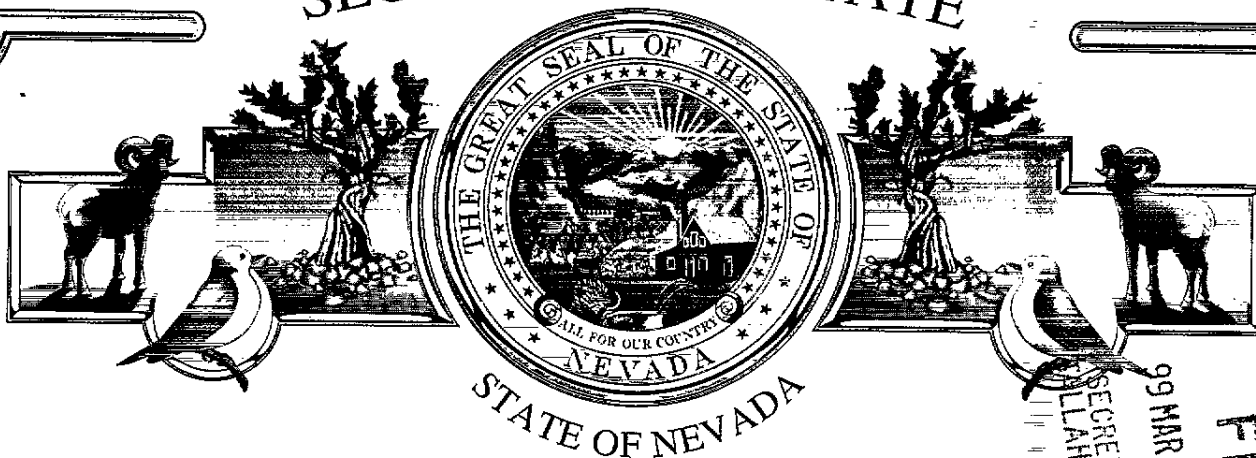
QUESTION 12.B. OFFICERS:

ROBERT SHAW - CHIEF EXECUTIVE OFFICER
9677 TRADEPORT DRIVE
ORLANDO, FLORIDA 32827

KENNETH B. COBB II - CHIEF FINANCIAL OFFICER
9677 TRADEPORT DRIVE
ORLANDO, FLORIDA 32827

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

FILED
99 MAR 31 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **WORLD COMMERCE ONLINE, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since August 23, 1989, and is in good standing in this state.

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 25, 1999.



Dean Heller
Secretary of State
By *Dean E. Daulton*
Certification Clerk