

F99000002731



ACCOUNT NO. : 072100000032

REFERENCE : 255770 4352702

AUTHORIZATION :

COST LIMIT : \$ 78.75

*Patricia Pruitt*  
06

ORDER DATE : May 27, 1999

ORDER TIME : 10:09 AM

ORDER NO. : 255770-005

500002888185--7

CUSTOMER NO: 4352702

CUSTOMER: Ms. Lisa Folis  
Williams Parker Harrison Dietz  
200 South Orange Avenue

Sarasota, FL 34236

FOREIGN FILINGS

NAME: AIR NOW, INC.

QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

AL APR 27 1999

RECEIVED  
MAY 27 AM 10:44  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
99 MAY 27 AM 11:24  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

**APPLICATION BY AIR NOW, INC., A DELAWARE CORPORATION,  
FOR  
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

In compliance with section 607.1503, Florida Statutes, the following is submitted to register Air Now, Inc. (the "Corporation"), a Delaware corporation, to transact business in the State of Florida:

1. The name of the Corporation is Air Now, Inc.
2. The Corporation is incorporated under the laws of the State of Florida.
3. The federal employer identification number for the Corporation is 65-0921718.
4. The date of incorporation of the Corporation is April 12, 1999.
5. The qualification of the Corporation shall commence upon the filing of this application with the Florida Department of State and shall be perpetual.
6. The date the Corporation will first transact business in Florida is upon the filing of this qualification.
7. The principle office and mailing address of the Corporation is:  
  
2331 Whitfield Industrial Way  
Sarasota, Florida 34243
8. The purpose of the Corporation authorized in Delaware to be carried out in the state of Florida is to conduct any lawful business, to promote any lawful purpose, and to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.
9. The names and addresses of the officers and director of the Corporation are:

John M. Emrick, President, Treasurer and sole Director  
2331 Whitfield Industrial Way  
Sarasota, Florida 34243

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

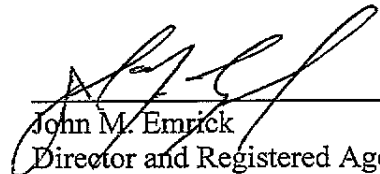
Cathleen Neal, Secretary  
2331 Whitfield Industrial Way  
Sarasota, Florida 34243

10. The name and street address of the Florida registered agent is:

John M. Emrick  
2331 Whitfield Industrial Way  
Sarasota, Florida 34243

The undersigned, having been named as registered agent and to accept service of process of the above stated corporation at the place designated in this application, does hereby accept the appointment as registered agent and agrees to act in this capacity. He further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties, and certifies that he is familiar with and accepts the obligations of his position as registered agent.

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 laws of the State of Delaware.

  
\_\_\_\_\_  
John M. Emrick  
Director and Registered Agent

LAF-355996

**FILED**  
59 MAY 27 AM 11:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AIR NOW, 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 TWENTY-SIXTH DAY OF MAY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED  
99 MAY 27 AM 11:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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*Edward J. Freel*

9767681

05-26-99

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: