

Monday, May 17, 1999

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Division of Corporations

Page: 1

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

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To: Division of Corporations
Fax Number : (850)922-4003

2

From: Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

CM

FOREIGN PROFIT QUALIFICATION

Marine Online Inc.

Certificate of Status	0
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**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. Marine 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. Delaware

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

3. _____

(FEI number, if applicable)

4. April 29, 1999

(Date of Incorporation)

5. perpetual

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

6. upon filing this application

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

7. 1220 North Market Street, Suite 606

Wilmington, DE 19801

(Current mailing address)

8. Purpose of corporation to be carried out in Florida: all activities permitted under applicable law.

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Corporate Creations Enterprises Inc.
941 Fourth Street #200
Miami Beach, FL 33139

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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.

By: _____

Corporate Creations Enterprises Inc.
Luis A. Uriarte, Vice President

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.

Registered Agents Ltd.

1220 North Market Street, Suite 606

Wilmington DE 19801

302-421-5752

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12. Names and business addresses of officers and/or directors: (Street address ONLY)

A. DIRECTORS

Randall Blank
1370 Avenue of the Americas, 25th Floor
New York NY 10019

B. OFFICERS

PRESIDENT Randall Blank
1370 Avenue of the Americas, 25th Floor
New York NY 10019

VICE PRESIDENT Dick Fagerstal
1370 Avenue of the Americas, 25th Floor
New York NY 10019

SECRETARY Lenny Dantin
1370 Avenue of the Americas, 25th Floor
New York NY 10019

TREASURER Lenny Dantin
1370 Avenue of the Americas, 25th Floor
New York NY 10019

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13. Signature of an officer listed in item 12:

By: _____

Name: Dick Fagerstal

Title: Vice President

Date: May 19, 1999

Registered Agents Ltd.
1220 North Market Street, Suite 606
Wilmington DE 19801
302-421-5752

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MARINE ONLINE 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 SECOND DAY OF JUNE, A.D. 1999.

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E. J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION: 06-02-99
DATE: 991219808