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FLORIDA FILING & SEARCH SERVICES, INC.

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DATE: JUNE 23, 1999

ACCOUNT NO: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE

Abbie Hodge

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN 23 PM 4:05

TYPE OF FILING

QUALIFICATION FOR A FOREIGN CORPORATION

CORPORATE NAME

100002913011--8

TIAS.COM, INC.

SPECIAL INSTRUCTIONS:

PLEASE RETURN 2 CERTIFIED COPIES

COST: ~~70.00~~ + 17.50

JUN 24, 1999

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DEPT. OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL

**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. TIAS.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. 94-3332769

(FEI number, if applicable)

4. May 18, 1999

(Date of incorporation)

5. Perpetual

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

6. _____

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

7. 16 Heath Place, Garden City, New York 11530

(Current mailing address)

8. On-line electronic commerce web site for U.S. antiques and collectibles.

(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: Florida Filing & Search Services

Office Address: 3260 Baldwin Drive West

Tallahassee

Florida, 32308

(Zip code)

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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.

Abbie Hodge
(Registered agent's signature) 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.

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

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

Additional Directors:

Ralph Goddard	16 Heath Place, Garden City, New York 11530
Kim Kovel	16 Heath Place, Garden City, New York 11530
Mike Wexler	16 Heath Place, Garden City, New York 11530

Additional Officers:

Vice President:	Mike Wexler
	16 Heath Place
	Garden City, New York 11530

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

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Phillip Davies

Address: 16 Heath Place

Garden City, New York 11530

Director: A. C. Dewey

Address: 16 Heath Place

Garden City, New York 11530

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

President: Phillip Davies

Address: 16 Heath Place

Garden City, New York 11530

Vice President: Ralph Goddard

Address: 16 Heath Place

Garden City, New York 11530

Secretary: Ralph Goddard

Address: 16 Heath Place

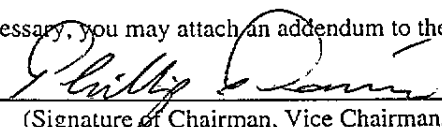
Garden City, New York 11530

Treasurer: Ralph Goddard

Address: 16 Heath Place

Garden City, New York 11530

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Phillip Davies, President
(Typed or printed name and capacity of person signing application)

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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 "TIAS.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 EIGHTEENTH DAY OF JUNE, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TIAS.COM, INC." WAS INCORPORATED ON THE EIGHTEENTH DAY OF MAY, A.D. 1999.

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



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9812941

DATE: 06-18-99