

Division of Corporations

F99000004416

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Florida Department of State
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Account Number : 076077000521
Phone : (954) 761-2910
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FOREIGN PROFIT QUALIFICATION**E Grooving.com, Inc.**

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 25, 1999

RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL, P.A.

SUBJECT: E GROOVING.COM, INC.
REF: W99000019719

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

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Letter Number: 599A00042659

**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. E Grooving.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. 65-0933845
(FEI number, if applicable)
4. July 16, 1999
(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. 1501 S.E. 4th Avenue
Fort Lauderdale, FL 33316
(Current mailing address)
8. To engage in any lawful act or activity as may be permitted by law
(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: Richard L. Braman, Jr.
Office Address: 1501 S.E. 4th Avenue
Fort Lauderdale, Florida, 33316
(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.

Richard L. Braman, Jr.

(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. Prepared by: Glen A. Stanke, Esq.
FL Bar # 0331848
Ruden McClosky, Et. al.
P.O. Box 1900
Ft. Lauderdale, FL 33301
(954) 764-6660

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

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DIVISION OF CORPORATIONS

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

Chairman: Douglas J. Von Allmen

Address: 9 Isla Bahia
Ft. Lauderdale, FL 33316

Director: Richard L. Braman, Jr.

Address: 1501 S.E. 4th Avenue
Ft. Lauderdale, FL 33316

Director: David M. Tworoger

Address: 1501 S.E. 4th Avenue
Ft. Lauderdale, FL 33316

Director: David R. Von Allmen

Address: 13541 Weston Park
St. Louis, MO 61318

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

President: Richard L. Braman, Jr.

Address: 1501 S.E. 4th Avenue
Ft. Lauderdale, FL 33316

Vice President: David M. Tworoger

Address: 1501 S.E. 4th Avenue
Ft. Lauderdale, FL 33316

Secretary: David R. Von Allmen

Address: 13541 Weston Park
St. Louis, MO 61318

Treasurer: Douglas J. Von Allmen

Address: 9 Isla Bahia
Ft. Lauderdale, FL 33316

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

13. Richard L. Braman, Jr. As President
 (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Richard L. Braman, Jr., President
 (Typed or printed name and capacity of person signing application)

FA#: H99-21290

Attachment to Application by Foreign Corporation for Authorization to Transact
Business in Florida of E Grooving.com, Inc., a Delaware corporation:

Item A. Additional Directors:

Dean R. Kretschmar
8070 Watkins Drive #2E
Clayton, MO 63105

Item B. Additional Officers:

Vice President Dean R. Kretschmar
8070 Watkins Drive #2E
Clayton, MO 63105

Assistant Secretary Julie Saumsiegle
2617 N.E. 35th Drive
Ft. Lauderdale, FL 33308

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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 "E GROOVING.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 TWENTY-THIRD DAY OF AUGUST, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "E GROOVING.COM, INC." WAS INCORPORATED ON THE SIXTEENTH DAY OF JULY, 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:

9934714

DATE:

08-23-99

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