



THE UNITED STATES
CORPORATION
COMPANY

F99000004698

ACCOUNT NO. : 072100000032

REFERENCE : 369802 *Patricia P. 3331939*

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE : September 9, 1999

ORDER TIME : 3:03 PM

ORDER NO. : 369302-005

CUSTOMER NO: 4331939

300002984403--9

CUSTOMER: Judy Bernero, Legal Asst
Greenberg,traurig,hoffman P.a
515 East Las Olas Boulevard
Suite 1500
Fort Lauderdale, FL 33301

FOREIGN FILINGS

NAME: 24-7 SHOWROOM.COM, INC. *(4)*

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

.XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 10 PM 4:50

RECEIVED
99 SEP 10 PM 4:05
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32304

BK 9/10/99

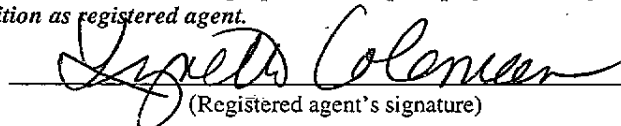
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*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. 24-7 SHOWROOM.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 3. Applied for
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. AUGUST 30, 1999 5. Perpetual
(Date of incorporation) (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. 725 Pleasant Valley Drive, Suite B
Springboro, Ohio 45066
(Current mailing address)
8. Develop and maintain web sites/e-commerce.
(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: Corporation Service Company
- Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(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.


(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)

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

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: David Sunshine

Address: 2520 N.E. 207 Terrace

Miami, Florida 33180

Director: _____

Address: _____

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

President: David Sunshine

Address: 2520 N.E. 207 Terrace

Miami, Florida 33180

Vice President: _____

Address: _____

Secretary: David Sunshine

Address: 2520 N.E. 207 Terrace

Miami, Florida 33180

Treasurer: Richard H. O'Brien

Address: 94 Sunset Drive

Easton, CT 06612

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)

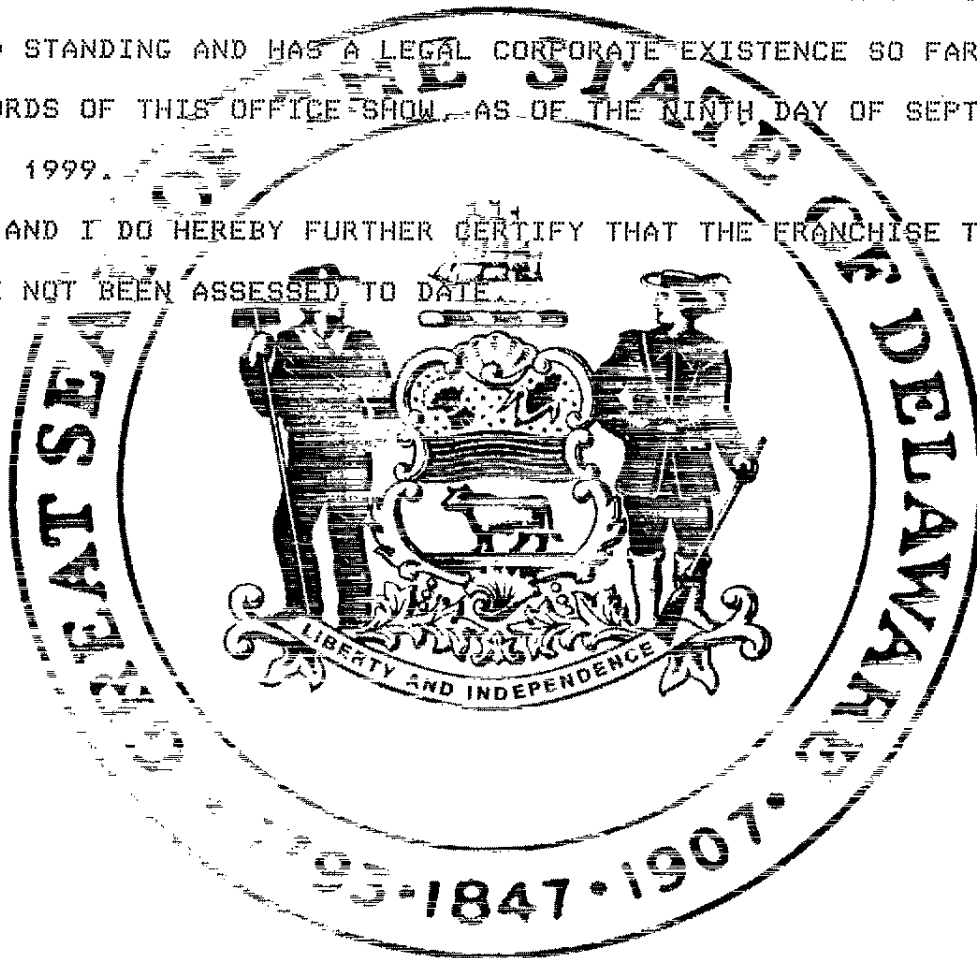
14. David Sunshine, President

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

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "24-7 SHOWROOM.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 NINTH DAY OF SEPTEMBER, A.D. 1999.

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



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 10 PM 4:50



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

9961876

DATE:

09-09-99