

Document Number Only

F99000006375

CT Corporation System  
660 East Jefferson Street  
Tallahassee, FL 32301  
Tel 850 222 1092  
Fax 850 222 7615  
Attn: Jeff Netherton

700003058787--0  
-12/02/99--01049--018  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION(S) NAME

EnterAct Corp.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 DEC -2 PM 2:54

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name \_\_\_\_\_  
Availability \_\_\_\_\_  
Document \_\_\_\_\_  
Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
Acknowledgement \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

12/02/99

BK  
12/2/99

RECEIVED  
99 DEC -2 AM 11:34  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

December 2, 1999

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: ENTERACT CORP.  
Ref. Number: W99000027550

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 DEC -2 PM 2:54

We have received your document for ENTERACT CORP. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have retained your \$70.00 payment.,

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 799A00057016

*Please Back-Date*

*Thick*

RECEIVED  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

99 DEC -9 PM 12:01

RECEIVED

**ACTION OF THE SOLE DIRECTOR OF  
ENTERACT CORP.**

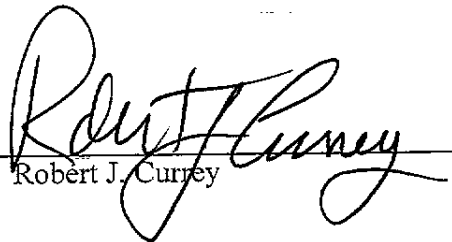
The undersigned, being the sole director of EnterAct Corp., a Delaware corporation  
(the "Corporation"), hereby adopts the following resolutions:

**RESOLVED**, that the corporation adopt and transact business under the  
following assumed name in the State of Florida:

"EnterAct 21st Century Corp."

**FURTHER RESOLVED**, that the proper officers of the Corporation or any one  
of them are hereby authorized, directed and empowered in the name of and on behalf of  
the Corporation, to do any and all things necessary and proper to be done to effect the  
purpose and intent of these resolutions, including filing the appropriate forms with the  
Florida Secretary of State authorizing the Corporation to transact business under the  
aforementioned assumed name.

DATED: December 7, 1999

  
Robert J. Currey

Being the sole Director of the Corporation

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 DEC -2 PM 2:54

**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.*

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
99 DEC 22 PM 2:54

1. EnterAct Corp.

(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. 52-2150794

(FEI number, if applicable)

4. February 17, 1999

(Date of incorporation)

5. Perpetual

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

6. June 1, 1999

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

7. 4207 Vineland Road, Suite M-9

Orlando, FL 32811

(Current mailing address)

8. To do any such business permitted by corporations organized under the Delaware General Corporation Act and qualified to do business in the state of Florida.

(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: CT Corporation System

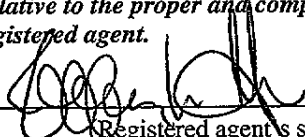
Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324

(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)

Jeffrey Graves, Asst. Secy.

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)

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

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: Robert J. Currey

Address: 350 North Orleans, Suite 600

Chicago, Illinois 60605

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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

President: Robert J. Currey

Address: 350 North Orleans, Suite 600

Chicago, Illinois 60605

Vice President: Ronald D. Webster

Address: 350 North Orleans, Suite 600

Chicago, Illinois 60605

Secretary: Ronald D. Webster

Address: 350 North Orleans, Suite 600

Chicago, Illinois 60605

Asst. Secretary: \_\_\_\_\_

Treasurer: Eric Kurtz

Address: 350 North Orleans, Suite 600

Chicago, Illinois 60605

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

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

14. RONALD D. WEBSTER, Vice President and Secretary  
(Typed or printed name and capacity of person signing application)

FILED  
DIVISION OF CORPORATIONS  
99 DEC 2 PM 2:51

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

---

PAGE

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99DEC-2 PM 2:54

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF  
DELAWARE, DO HEREBY CERTIFY "ENTERACT CORP." 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 FIRST DAY OF DECEMBER,  
A.D. 1999.

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



3005993 8300

991512816

*Edward J. Freel*  
\_\_\_\_\_  
Edward J. Freel, Secretary of State

0111659

AUTHENTICATION:

12-01-99

DATE: