



# F9900000655

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 506940 4656E

AUTHORIZATION :

COST LIMIT :

\$ 70.00

*Patricia Puyat*

ORDER DATE : December 7, 1999

ORDER TIME : 11:59 AM

ORDER NO. : 506940-010

CUSTOMER NO: 4656E

500003064365--9

CUSTOMER: Ms. Estela Acosta  
Greenberg Traurig, P.a.  
Suite 2050  
111 North Orange Avenue  
Orlando, FL 32801

FOREIGN FILINGS

NAME: WORLD COMMERCE ONLINE, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

*WA9-28874*  
*62690/00310/00671*

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

December 15, 1999

JEANINE REYNOLDS  
CSC NETWORKS  
TALLAHASSEE, FL

SUBJECT: WORLD COMMERCE ONLINE, INC.  
Ref. Number: W99000028074

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 DEC 20 PM 5:33

We have received your document for WORLD COMMERCE ONLINE, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

You have made us aware of the fact that the Nevada corporation called WORLD COMMERCE ONLINE, has now merged into a Delaware corporation called WORLD COMMERCE ONLINE.

And now you want to qualify the Delaware corporation in Florida.

However, as discussed, the problem is that the Nevada corporation still has an active foreign corporation qualification in Florida. Please see attached printout for Document Number F99000002051.

Before the Delaware corporation can qualify in Florida and use the name WORLD COMMERCE ONLINE, INC., you must please first file a WITHDRAWAL on the Florida registration of the Nevada corporation called WORLD COMMERCE ONLINE, INC.

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: 699A00058777

**RESUBMIT**

Please give original  
registration date as file date.

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99 DEC 20 AM 10:41  
DIVISION OF CORPORATIONS  
SECRETARY OF STATE



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

December 8, 1999

CSC

TALLAHASSEE, FL

SUBJECT: WORLD COMMERCE ONLINE, INC.  
Ref. Number: W99000028074

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 DEC 20 PM 5:33

We have received your document for WORLD COMMERCE ONLINE, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being retained for the following:

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) 487-6025.

Trevor Brumbley  
Document Specialist

Letter Number: 799A00057816

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:

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1. World Commerce 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. October 1, 1999  
(Date of Incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon obtaining a certificate of authority from the Florida Department of State.  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 9677 Tradeport Drive  
Orlando, Florida 32827  
(Current mailing address)

8. Engage in any lawful act or activity for which corporations may be organized.  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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

Name: Tucker H. Byrd

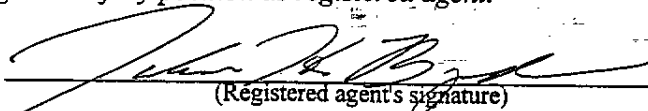
Office Address: 111 North Orange Avenue, 20th Floor

Orlando, Florida, 32801

(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)

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

Chairman: Robert Shaw

Address: 9677 Tradeport Drive  
Orlando, Florida 32827

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

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

Director: David Parker

Address: 9677 Tradeport Drive  
Orlando, Florida 32827

Director: Michael Poole

Address: 9677 Tradeport Drive  
Orlando, Florida 32827

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

President: Robert Shaw

Address: 9677 Tradeport Drive  
Orlando, Florida 32827

Vice President: Jack Daniel

Address: 9677 Tradeport Drive  
Orlando, Florida 32827

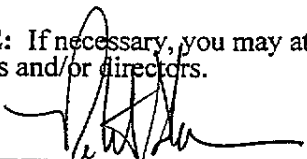
Secretary: Robert Shaw

Address: 9677 Tradeport Drive  
Orlando, Florida 32827

Treasurer: Mark Patten

Address: 9677 Tradeport Drive  
Orlando, Florida 32827

**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. Robert Shaw, President  
(Typed or printed name and capacity of person signing application)

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State of Delaware  
Office of the Secretary of State

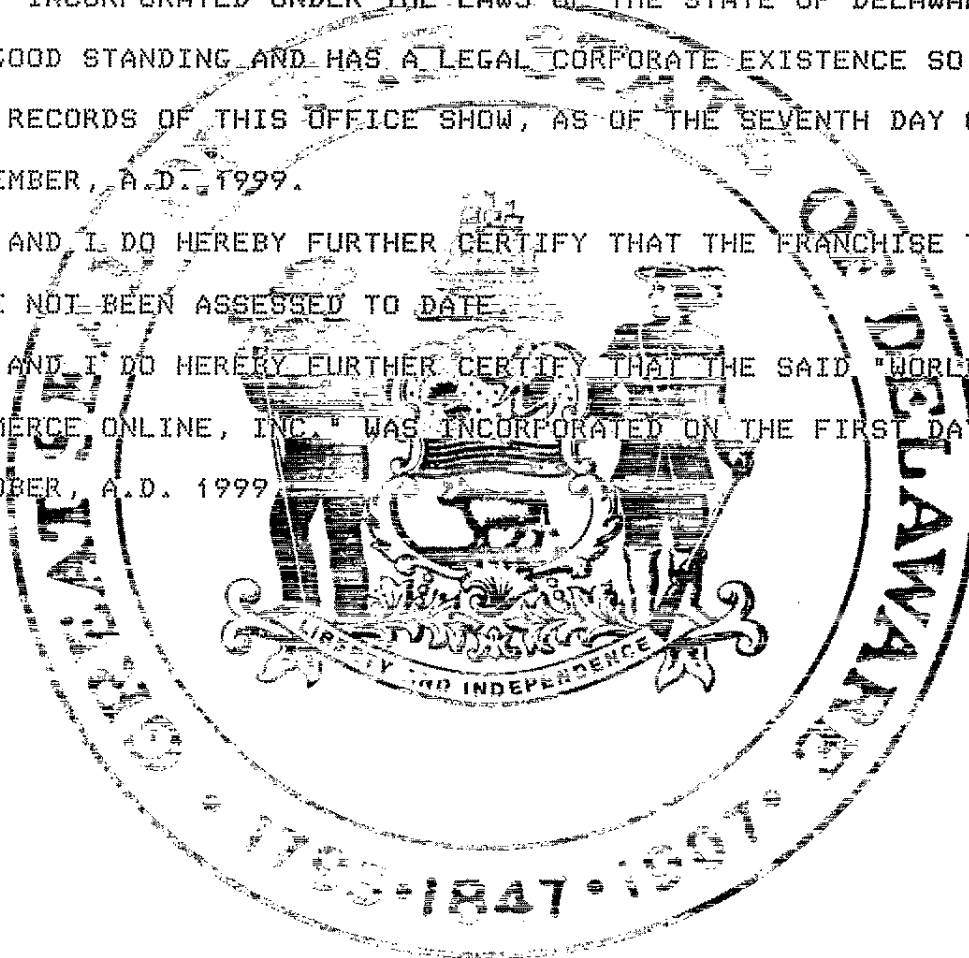
PAGE 1

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WORLD COMMERCE 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 SEVENTH DAY OF DECEMBER, A.D. 1999.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "WORLD COMMERCE ONLINE, INC." WAS INCORPORATED ON THE FIRST DAY OF OCTOBER, A.D. 1999.



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

3106367 8300

DATE: 0123127

991522908

12-07-99