

October 8, 2002

Florida Department of State Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

To Whom It May Concern:

400008309234--2 -10/10/02--01085--009 ****130.00 ****130.00

Please see the attached check for \$130.00 to cover our application, registration and certificate of status. Do not hesitate to contact me should you have any questions.

Kind Regards,

Whitney Belker

Americas Business Link, LLC

"Building your business with the Americas"

PILED

02 OCT TO PH 12: 42

SECONDARY SEED STATE

TALLAMASSEE STATE

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

(Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE 2	THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
1. Americas Business Link LLC (Name of foreign lim	(FEI number, if applicable)
Delaware 3.	76
2. Delaware (Jurisdiction under the law of which foreign limited liability company is organized) 3.	(FEI number, if applicable)
4. May 7, 1999 5. (Date of Organization)	May 7, 2029
(Date of Organization)	(Duration: Year limited liability company will cease to exist or "perpetual")
5. January 6, 2002 (Date first transacted business in Florida. (See se	
(Date first transacted business in Florida. (See se	ections 608.501, 608.502, and 817.155, F.S.)
7. 650 West Ave. # 1506	Miami Beach, FL 33139
(Street address of	f principal office)
9. The name and usual business addresses of the manage Whitney Belker - 650	West Ave. # 1506 Mismi, FL 33139
the jurisdiction under the law of which it is organized. (A photoc translation of the certificate under oath of the translator must be s	ubmitted.)
11. Nature of business or purposes to be conducted or p	promoted in Florida: ABL is on internations
(145h Bell	rm specializing in US Hispanic and Latin American markets.
	norized representative of a member.
	., the execution of this document constitutes
Whitney Be	
Typed or printed r	name of signee

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AMERICAS BUSINESS LINK LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SIXTH DAY OF SEPTEMBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AMERICAS BUSINESS LINK LLC" WAS FORMED ON THE SEVENTH DAY OF MAY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

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SECRETARIES



Warriet Smith Hindson
Harriet Smith Windson, Secretary of State

AUTHENTICATION: 2005807

DATE: 09-26-02

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STATE OF DELAWARE SECRETARY OF STATE DIVISION OF CORPORATIONS FILED 09:00 AM 05/07/1999 991184074 - 3040525

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SECKLIANSSEE, FLORIDA

CERTIFICATE OF FORMATION

OF

AMERICAS BUSINESS LINK LLC A LIMITED LIABILITY COMPANY

FIRST: The name of the limited liability company is:

AMERICAS BUSINESS LINK LLC

SECOND: Its registered office in the State of Delaware is to be located at 1013 Centre Road, in the City of Wilmington, County of New Castle, 19805, and its registered agent at such address is THE COMPANY CORPORATION.

THIRD: The latest date on which the limited liability company is to dissolve is May 7, 2029.

FOURTH: The company will be managed by members, the names and street addresses of those who are to serve until the first meeting of members or until their successors are elected are:

NAME

MAILING ADDRESS

Whitney Belker

8306 Easton Lane Louisville, KY 40242

IN WITNESS WHEREOF, the undersigned, being the individual forming the Company, has executed, signed and acknowledged this Certificate of Formation this seventh day of May, A.D. 1999.

Neysa Webb

State of Delaware

Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT

COPY OF THE CERTIFICATE OF LIMITED LIABILITY COMPANY OF

"AMERICAS BUSINESS LINK LLC", FILED IN THIS OFFICE ON THE

SEVENTH DAY OF MAY, A.D. 1999, AT 9 O'CLOCK A.M.

ON THE CERTIFICATE OF LIMITED LABILITY COMPANY OF

NAME OF THE CERTIFICATE OF LIMITED LABILITY COMPANY OF

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"AMERICAS BUSINESS LINK LLC", FILED IN THIS OFFICE ON THE

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Edward J. Freel, Secretary of State

AUTHENTICATION:

9735670

DATE:

05-11-99

3040525 8100

991184074



May 10, 1999

02 OCT 10 PM 12: 42
SEGNELLANDE STATE
TALLANDASSEE ELORIDA

RE: AMERICAS BUSINESS LINK LLC

(a limited liability company formed under the laws of the State of Delaware)

STATEMENT OF RESIGNATION AND CONCLUDED PARTICIPATION

Solely for your convenience and to expedite the filing of the formation document for the above named company, CSC or one of its affiliates has caused the said formation document to be signed by our employee(s). We and our employee(s) do not have, and have never had, any other connection with the said company. The conclusion of our participation in this said company's formation is effective at the moment of the said company's formation. In the event that our signing results in our being regarded as a member and/or manager of the said company, this statement constitutes the resignation of our said employee(s) from those capacities effective at the moment of said company's formation.

Ву:__

Authorized Representative

Neysa Webb

Organizer/Employee

1013 CENTRE ROAD WILMINGTON, DE 19805 U.S.A.

(800) 877-4224 (302) 636-5440 FAX: (302) 636-5454