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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

March 19, 2004

MICHAEL MANES 633 SOUTH FEDERAL HIGHWAY, SUITE 300A FORT LAUDERDALE, FL 33301-3104

SUBJECT: VIRTUAL TECHNOLOGY LICENSING, L.L.C.

Ref. Number: W04000011111

We have received your document for VIRTUAL TECHNOLOGY LICENSING, L.L.C. and your check(s) totaling \$160.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1050.00.

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) 245-6020.

Tammi Cline Document Specialist

Letter Number: 604A00018364

LAW OFFICES

MANES & SAPERSTEIN, P.A.

633 SOUTH FEDERAL HWY., SUITE 300A FORT LAUDERDALE, FLORIDA 33301-3104

MICHAEL B. MANES SCOTT SAPERSTEIN

TEL. (954) 523-1822 FAX. (954) 523-7363 E-mail: manesap@bellsouth.net

July 15, 2004

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

Att: Tammi Cline, Document Specialist

Re: Virtual Technology Licensing, LLC

Ref. No. W04000011111

Dear Ms. Cline:

Pursuant to your letter dated March 19, 2004, a copy of which I enclose, enclosed please find a check in the amount of \$1,050.00 representing annual report/uniform business report and penalty fees on the above referenced matter.

Should you have any questions or concerns, please contact my office immediately.

Sincerely,

MANES & SAPERSTEIN, P.A.

Michael B. Manes

MBM:la Enc.

LAW OFFICES

MANES & SAPERSTEIN, P.A.

633 SOUTH FEDERAL HWY., SUITE 300A FORT LAUDERDALE, FLORIDA 33301-3104

MICHAEL B. MANES SCOTT SAPERSTEIN TEL. (954) 523-1822 FAX. (954) 523-7363 E-mail: manesap@bellsouth.net

March 9, 2004

Registration Section Division of Corporations 409 E. Gaines Street Tallahassee, FL 32314

Re: Virtual Technology Licensing, LLC registration of foreign LLC

Dear Sir or Madam:

Enclosed please find an Application By Foreign Limited Liability Company for Authorization to Transact Business in Florida, Designation of Registered Agent, Original Certificate of Existence from State of Nevada, and check in the amount of \$160.00. Please return the certified copy and certificate of status to the undersigned.

I thank you for your anticipated cooperation.

Very truly yours,

MANES & SAPERSTEIN, P.A.

Michael B. Manes

MBM:ldl Enc.

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

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: Virtual Technology Licensing, L.L.C. (Name of foreign limited liability company) 2. Nevada (Jurisdiction under the law of which foreign limited liability company is organized) 2003 4. August (Duration: Year limited liability company will cease to (Date of Organization) exist or "perpetual") August 12, 2003 (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.) 7. 2589 N. SR 7 33313 Lauderhill, FL (Street address of principal office) 8. If limited liability company is a manager-managed company, check here |x| 9. The name and usual business addresses of the managing members or managers are as follows: Scott Haire, 2225 E. Randol Mill Rd., Arlington, 76011 10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: Software Development Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Typed or printed name of signee

Scott Haire

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.

1.	The name	of the	Limited	Liability	Com	pany is	S
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Virtual Technology Licensing, L.L.C.

2. The name and the Florida street address of the registered agent and office are:

Michael B. Manes, Esq.

(Name)

633 South Federal Highway, Suite 300A

Florida street address (P.O. Box NOT ACCEPTABLE)

Fort Lauderdale FL 33301

(City/State/Zip)

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.

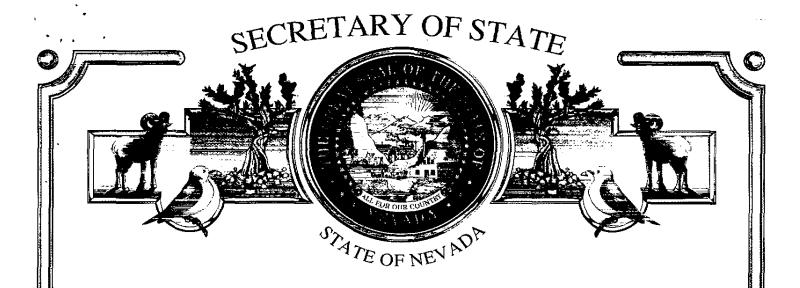
(Signature)

\$ 100.00 Filing Fee for Application

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (optional)

\$ 5.00 Certificate of Status (optional)



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, VIRTUAL TECHNOLOGY LICENSING, L.L.C., as a limited-liability company duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since August 12, 2003, and is in good standing in this state.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on March 4, 2004.

DEAN HELLER

Secretary of State

Certification Clerk