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October 28, 2005

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Inside Channel USA, LLC

To Whom It May Concern:

In connection with the registration to do business of the above-named limited liability company, please find enclosed the following documents:

- Cover Letter
- Application By Foreign LLC for Authorization to Transact Business in Florida
- Certificate of Designation of Registered Agent
- Original Certificate of Formation from the Secretary of State of the State of Delaware
- Check for \$160.00 for filing fee

If you have any questions or require additional information, please contact me at the address and telephone number listed below.

Sincerely,

Amy K. Maliza 1357 Collins Avenue, #1A

Miami Beach, FL 33139

(t) 202.423.6043

(f) 786.5 13.0803

SECRETARY DESTRIE

COVER LETTER

TO: Registration Section
Division of Corporations

| SUBJECT: Inside Channel USA, LLC | | | | | |
|---|--|--|--|--|--|
| (Name of Limited Liability | Company) | | | | |
| The enclosed "Application by Foreign Limited Liability Compa Florida," Certificate of Existence, and check are submitted to re liability company to transact business in Florida. | | | | | |
| Please return all correspondence concerning this matter to the fe | ollowing: | | | | |
| Amy K. Maliza | | | | | |
| (Name of Person | 3) | | | | |
| Inside Channel USA, LLC | | | | | |
| (Firm/Company) | | | | | |
| 1357 Collins Avenue, #1A | | | | | |
| (Address) | | | | | |
| Miami Beach, FL 33139 | | | | | |
| (City/State and Zip C | Code) | | | | |
| For further information concerning this matter, please call: | | | | | |
| | 423-6043 | | | | |
| (Name of Person) (Area C | ode & Daytime Telephone Number) | | | | |
| Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 Division of Clifton But 2661 Exect | ADDRESS: Corporations Ilding utive Center Circle 2, FL 32301 | | | | |
| | Filing Fee & 17 \$160.00 Filing Fee. Certificate Certified Copy of Status & Certified Copy | | | | |

November 15, 2005

Registration Section
Division of Corporations
Attn: Diane Cushing
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Inside Channel USA, LLC

Dear Ms. Cushing:

In connection with the registration to do business of the above-named limited liability company and per our telephone conversation of November 15, 2005, please find enclosed the following documents:

- Original Certificate of Good Standing from the Secretary of State of the State of Delaware;
- Federal Express return label for expedited mailing;
- Copy of mistaken letter from FL Certification Department dated November 9, 2005; and
- Copy of your letter dated November 1, 2005.

If you have any questions or require additional information, please contact me at the address or telephone number listed below.

Sincerely,

Arny K Maliza

1357 Collins Avenue, #1A Miami Beach, FL 33139

(t) 202.423.6043

(f) 786.513.0803



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

November 1, 2005

AMY K. MALIZA INSIDE CHANNEL USA, LLC 1357 COLLINS AVENUE, #1A MIAMI BEACH, FL 33139

SUBJECT: INSIDE CHANNEL USA, LLC

Ref. Number: W05000049373

We have received your document for INSIDE CHANNEL USA, LLC and your check(s) totaling \$160.00. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return 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) 245-6913.

Diane Cushing Document Specialist

Letter Number: 605A00065657

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

IN COMPLIANCE WITH SECTION 60850B, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

| 1. | Inside Channel USA, LLC |
|----|---|
| | (Name of Foreign Limited Liability Company) |
| | Delaware 3 32-0161904 |
| | (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) |
| 4. | October 4, 2005 <u>Perpetual</u> |
| | (Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual") |
| б. | N/A |
| | (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability) |
| 7. | 5944 Downington Ridge, Acworth, GA 30101 |
| | |
| | (Street Address of Principal Office) |
| 8. | If limited liability company is a manager-managed company, check here |
| 9. | The name and usual business addresses of the managing members or managers are as follows: |
| | Don Bethune - 5944 Downington Ridge, Acworth, GA 30101 |
| | Kimberly Bethune - 5944 Downington Ridge, Acworth, GA 30101 |
| | See Attachment A for additional members |
| | THE TO |
| |). Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records it e jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a |
| | rislation of the certificate under cath of the translator must be submitted) |
| 1 | Nature of business or purposes to be conducted or promoted in Florida: Networking and Event |
| | Planning Organization. |
| | |
| | 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 perfury that the facts stated herein are true.) |
| | Amy K. Maliza |
| | Typed or printed name of signee |

Attachment A Additional Members

Amy Maliza - 1357 Collins Avenue, #1A, Miami Beach, FL 33139 Inside Channel ehf - Grensaavegur 22, 108 Reykjavik, Iceland

2005 NOV 16 P 2: 44

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 Company is: | |
|--|--|
| Inside Channel USA, LLC | |

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

| Amy K. Maliza | |
|------------------|---|
| | (Name) |
| 1357 Collins Ave | nue, #1A |
| Florida Street A | ddress (P.O. Box <u>NOT</u> ACCEPTABLE) |
| Miami Beach | EL 33139 |
| | 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, Florida Statutes:

(Signature)

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

Delaware

PAGE 7

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INSIDE CHANNEL USA, 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 FOURTH DAY OF NOVEMBER, A.D. 2005.

ZECRETARY OF STATE



Darriet Smith Windson Harriet Smith Windson, Secretary of State

AUTHENTICATION: 4275173

DATE: 11-04-05

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