



VICON INTERNATIONAL CONSULTING SERVICES, INC.

1020 N.W. 6th Street, Bldg. H & I
Deerfield Beach, Florida 33442



October 10, 1997

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

RE: APPLICATION BY FLORIDA LLC

Dear Sir:

Enclosed is an application for CAN's Chicago Affiliate, LLC to transact business in Florida along with a check for the filing fee of \$140.00 Please send the letter of acknowledgment to the name and address that appears below.

PLEASE SEND THE REGISTRATION TO:

**STEPHEN M. GOODMAN
1020 NW 6TH ST, BLDG H&I
DEERFIELD BEACH, FL 33442**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 14 PM 3:26

700002341117--9
-11/07/97--01010--002
****180.00 ****180.00

500002320505--2
-10/15/97--01029--001
****140.00 ****140.00

M97-756

Name	<i>OK</i>
Availability	<i>11-14</i>
Document Examiner	<i>OK</i>
Updater	<i>OK</i>
Update Verifier	<i>OK</i>
Acknowledgment	<i>OK</i>
W. P. Verifier	<i>OK</i>



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 17, 1997

STEPHEN M. GOODMAN
1020 NW 6TH STREET, BLDG H & I
DEERFIELD BEACH, FL 33442

SUBJECT: CAN'S CHICAGO AFFILIATE, LLC
Ref. Number: W97000023688

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DIVISION OF CORPORATIONS
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We have received your document for CAN'S CHICAGO AFFILIATE, LLC and your check(s) totaling \$140.00. However, the document has not been filed and is being retained in this office for the following:

Effective April 23, 1997, the fees to qualify a foreign limited liability company total \$285.00 and breakdown as follows: \$250.00 filing fee for the application and affidavit and \$35 registered agent designation fee. An additional \$52.50 is due for each certified copy requested and an additional \$8.75 is due for each certificate of status requested.

A certificate of existence, 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 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) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 897A00050712



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 29, 1997

STEPHEN M. GOODMAN
1020 NW 6TH STREET, BLDG H & I
DEERFIELD BEACH, FL 33442

SUBJECT: CAN'S CHICAGO AFFILIATE, LLC
Ref. Number: W97000023688

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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We have received your document for CAN'S CHICAGO AFFILIATE, LLC and your check(s) totaling \$320.00. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence, 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 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) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 797A00052538



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 7, 1997

STEPHEN M. GOODMAN
1020 NW 6TH STREET, BLDG H & I
DEERFIELD BEACH, FL 33442

SUBJECT: CAN'S CHICAGO AFFILIATE, LLC
Ref. Number: W97000023688

FILED
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DIVISION OF CORPORATIONS
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We have received your document for CAN'S CHICAGO AFFILIATE, LLC and your check(s) totaling \$320.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A photocopy of the certificate of existence is not acceptable.

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) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 997A00053908

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

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF
FLORIDA:*

1. CAN'S CHICAGO AFFILIATE, LLC
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation
"L.C." if not so contained in the name at present.)
2. COLORADO 3. APPLIED FOR
(Jurisdiction under the law of which foreign limited liability (FEL number, if applicable)
company is organized)
4. 8/29/97 5. "PERPETUAL"
(Date of Organization) (Duration: Year limited liability company will
cease to exist or "perpetual")
6. 9/15/97
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)
7. 1650 S. DIXIE HWY, 3RD FL
BOCA RATON, FL 33432
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who
will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>NETWORK MEDIA MARKETING CORP, MANAGER</u>			
<u>BY SHARLENE HAMMETT</u>	<u>PRES</u>		
<u>1650 S. DIXIE HWY, 3RD FL</u>			
<u>BOCA RATON, FL 33432</u>			

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DIVISION OF CORPORATIONS
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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of _____
CAN'S CHICAGO AFFILIATE, LLC deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 11,250
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ N/A
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$11,250
This total includes amounts from 2 and 3 above.
- 5) the total amount of cash or property anticipated to be contributed by member(s) is \$11,250

NETWORK MEDIA MARKETING CORP BY:

Sharlene Hammett, Pres.
Signature of a member or authorized representative of a member.

SHARLENE HAMMETT, PRES

In accordance with section 608.408(3), Florida Statutes, the execution of this
affidavit constitutes an affirmation under the penalties of perjury that the facts
stated herein are true.)

FILED
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DIVISION OF CORPORATIONS
97 NOV 14 PM 3:26

**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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

CAN'S CHICAGO AFFILIATE, LLC

2. The name and address of the registered agent and office is:

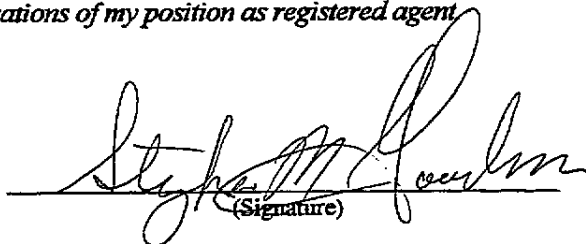
STEPHEN M. GOODMAN
(Name)

1020 NW 6TH ST. BLDG H&I
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

DEERFIELD BEACH, FL 33442
(City/State/Zip)

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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.


(Signature)

10/10/97
(Date)

Filing Fee: \$ 35 for Designation of Registered Agent



STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

I, VICTORIA BUCKLEY, SECRETARY OF STATE OF THE STATE OF
COLORADO HEREBY CERTIFY THAT

ACCORDING TO THE RECORDS OF THIS OFFICE

CAN'S CHICAGO AFFILIATE, LLC
(COLORADO LIMITED LIABILITY COMPANY)

FILE # 19971139979 WAS FILED IN THIS OFFICE ON August 29, 1997
AND HAS COMPLIED WITH THE APPLICABLE PROVISIONS OF THE
LAWS OF THE STATE OF COLORADO AND ON THIS DATE IS IN GOOD
STANDING AND AUTHORIZED AND COMPETENT TO TRANSACT BUSINESS
OR TO CONDUCT ITS AFFAIRS WITHIN THIS STATE.

Dated: October 30, 1997

Victoria Buckley

SECRETARY OF STATE