M9900002009

THE UNITED STATES

COMPORATION

COMPANY

ACCOUNT NO. : 07210000032

REFERENCE :

509785

4311639

AUTHORIZATION

\$ 155 00

COST LIMIT : \$ 155

ORDER DATE: December 9, 1999

ORDER TIME : 4:27 PM

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ORDER NO. : 509785-010

CUSTOMER NO:

4311639

w99 -28523

П

CUSTOMER: Esther J. Forbes, Legal Asst

Akerman Senterfitt & Eidson One Southeast Third Avenue

28th Floor

Miami, FL 33131-1714

FOREIGN FILINGS

NAME:

ESYSTEMS CONSULTANTS LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini



FLORIDA DEPARTMENT OF STATE Katherine Harris

Secretary of State

December 14, 1999

CSC

SUBJECT: ESYSTEMS CONSULTANTS LLC

Ref. Number: W99000028523

We have received your document(s) in this office, however, a copy document is being returned 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 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) 487-6097.

Michael Mays Document Specialist

Letter Number: 199A00058754

le date. Please give origin

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OEPAR METERIA III.

METARIA GERMENIA III.

METARIA GERMENIA

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: ESYSTEMS CONSULTANTS LLC (Name of foreign limited liability company) Delaware Applied For (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) October 6, 1999 (Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual") Upon filing of application in Florida. (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.15 600 Grapetree Drive, Key Biscayne, Florida 33149 (Street address of principal office) 8. If limited liability company is a manager-managed company, check here 9. The usual business addresses of the managing members or managers are as follows: 600 Grapetree Drive, Key Biscayne, Florida 33149 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: <u>Internet consulting</u> and related services, and to engage in any and all other business activities permitted under the laws of the State of Florida.

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

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:	-		•
ESYSTEMS CONSULTANTS LLC	SEC	99	
2. The name and the Florida street address of the registered agent and office are:	RETARY (11 330	
H. Allan Shore (Name)	F STATE FLORIDA	M 1: 35	Ü
One S.E. Third Avenue Florida street address (P.O. Box NOT ACCEPTABLE)			
Miami, FL 33131-1714 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..

H. ALLAN SHORE

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

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ESYSTEMS CONSULTANTS 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 FIFTEENTH DAY OF DECEMBER, A.D. 1999.

AND I DO HEREBY EURTHER CERTIFY THAT THE ANNUAL TAXES HAVE

NOT BEEN-ASSESSED TO DATE.

FILED

FILED

AND INDEPTHORAGE

FILED



Edward J. Freel, Secretary of State

3107918 8300

991538361

AUTHENTICATION:

0141320

DATE:

12-15-99