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660 East Jefferson Street

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Tallahassee, FL 32301 (850)222-1092
City State Zip Phone

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CORPORATION(S) NAME

Intellisys Electronic Commerce, Inc.

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☒ Foreign *Qualification*
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☐ Mark
- ☐ Limited Partnership
☐ Reinstatement
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LAURA EARNEST

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: INTELISYS ELECTRONIC COMMERCE, INC.

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

JOHN NARVESEN

(Name of Person)

INTELISYS ELECTRONIC COMMERCE, INC.

(Firm/Company)

55 WATER STREET, SUITE 600

(Address)

NEW YORK, NY 10041

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

ANTHONY SAGNELLA

(Name of Person)

at (212) 530-5091

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☒ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. INTELISYS ELECTRONIC COMMERCE, INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. DELAWARE 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 10/29/99 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 55 WATER STREET, SUITE 600 NEW YORK, NY 10041

(Current mailing address)

8. SEE ADDENDUM #1 FOR PURPOSES
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: CT CORPORATION SYSTEM

Office Address: 1200 SOUTH PINE ISLAND ROAD

PLANTATION, Florida, 33324
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

Connie Bryan
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: SEE ADDENDUM #2 FOR DIRECTORS

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: SEE ADDENDUM #3 FOR OFFICERS

Address: _____

Vice President: _____

Address: _____

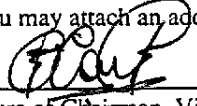
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. LLOYD O'CONNOR PRESIDENT INTELISYS ELECTRONIC COMMERCE, INC.
(Typed or printed name and capacity of person signing application)

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ADDENDUM #1
INTELISYS ELECTRONIC COMMERCE, INC.
PURPOSES OF BUSINESS

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Developing, marketing, maintaining and otherwise exploiting software and/or hardware procedures and processes related to the initiation, completion and settlement of business-to-business purchasing transactions over the Internet or intranet systems, and engaging in all business activities related thereto. The company may engage in other business activities with the consent of all the corporation's members.

ADDENDUM #2
BOARD OF DIRECTORS OF INTELISYS, INC.

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Raymond W. Fattell

Senior Vice President
Chase.com
The Chase Manhattan Bank
140 East 45th Street, 28th Floor
New York, NY 10017

Mary Gonet

BVR, LLC/ Summit Enterprises
1308 Devil's Reach Road, Suite 302
Woodbridge, VA 22192

Thomas W. Hunt

BVR, LLC/ Summit Enterprises
1308 Devil's Reach Road, Suite 302
Woodbridge, VA 22192

Lloyd F. O'Connor

President
Intelisys Electronic Commerce, Inc.
55 Water Street, Suite 600
New York, NY 10041

Alan M. Vorhees

BVR, LLC/ Summit Enterprises
1308 Devil's Reach Road, Suite 302
Woodbridge, VA 22192

Susan J. Webb

Senior Vice President
Chase Treasury Solutions
The Chase Manhattan Bank
3 Chase Metrotech Center
Brooklyn, NY 11245

David Weisbrod

Senior Vice President
Chase Treasury Solutions
The Chase Manhattan Bank
4 Chase Metrotech Center
Brooklyn, NY 11245

ADDENDUM #3
OFFICERS OF INTELISYS ELECTRONIC COMMERCE, INC.

President	Lloyd O'Connor
Vice President	Robert Kramer
Secretary	John Narvesen
Treasurer	Robert Kramer

55 Water Street, Suite 600
New York, NY 10041

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INTELISYS ELECTRONIC COMMERCE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTY-FIRST DAY OF JANUARY, A.D. 2000.

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



Edward J. Freel

Edward J. Freel, Secretary of State

2687261 8300

001047664

AUTHENTICATION:

0227134

DATE:

01-31-00