

F03000000/4/2

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

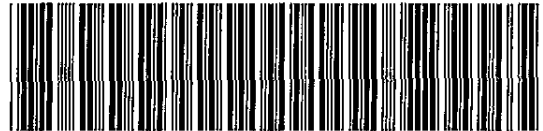
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300014429683

03/21/03--01039--032 **87.50

FILED
2003 MAR 21 PM 2:57
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
RECEIVED
03 MAR 21 PM 1:18
STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

W03-8272
J. BRYAN MAR 21 2003

Document Number Only

FILED
 2003 MAR 21 PM 2:57
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

| | | | |
|--|-------|-----|-------|
| C T CORPORATION SYSTEM | | | |
| Requestor's Name 660 East Jefferson Street | | | |
| Address Tallahassee, FL 32301 (850)222-1092 | | | |
| City | State | Zip | Phone |
| CORPORATION(S) NAME | | | |

Elluminate USA, Inc.

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Photo Copies | <input checked="" type="checkbox"/> CUS |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call if Problem |
| <input type="checkbox"/> Limited Liability Partnership | <input type="checkbox"/> Will Wait | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Mail Out | <input checked="" type="checkbox"/> Pick Up |

| |
|-------------------|
| Name |
| Availability |
| Document Examiner |
| Updater |
| Verifier |
| Acknowledgment |
| W.P. Verifier |

3/21/03

PLEASE RETURN EXTRA COPY(S)
 FILE STAMPED
 THANKS
 CONNIE BRYAN

MAR 21 RECD

FILED
2003 MAR 21 PM 2:57
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Elluminate USA, 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:

Tiffanie D. Kilmer, Corporate Paralegal
(Name of Person)
Dorsey & Whitney LLP
(Firm/Company)
1420 Fifth Avenue, Suite 3400
(Address)
Seattle, Washington 98101
(City/State and Zip code)

For further information concerning this matter, please call:

Tiffanie Kilmer at (206) 903-8895
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount: (TO BE BILLED TO DORSEY & WHITNEY, SEATTLE, WA per. Thomas Rose.)

- \$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

**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. Illuminate USA, 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. Applied Fox
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. September 27, 2002 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 304, 3016 Fifth Avenue N.E., Calgary, Alberta T2A 6K4 CANADA
(Principal office address)
- Same as above
(Current mailing address)
8. Sales and marketing related to internet-based educational program
(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(City) (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

(Registered agent's signature)

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

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.

FILED
2003 MAR 21 PM 2:57
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Nashir Samanami

Address: 3016 Fifth Avenue N.E., Suite 304, Calgary, Alberta T2A 6K4 CANADA

Director: Mike Mabey

Address: 3016 Fifth Avenue N.E., Suite 304, Calgary, Alberta T2A 6K4 CANADA

B. OFFICERS

President: Nashir Samanani

Address: 3016 Fifth Avenue N.E., Suite 304, Calgary, Alberta T2A 6K4 CANADA

Vice President: _____

Address: _____

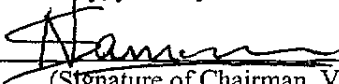
Secretary: Mike Mabey

Address: 3016 Fifth Avenue N.E., Suite 304, Calgary, Alberta T2A 6K4 CANADA

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. Nashir Samanani, President
(Typed or printed name and capacity of person signing application)

FILED
2003 MAR 21 PM 2:57
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Delaware

PAGE 1

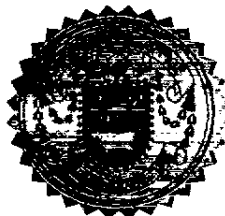
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ELUMINATE USA, 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 TWENTIETH DAY OF MARCH, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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

FILED
2003 MAR 21 PM 2:57
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3574430 8300

AUTHENTICATION: 2321806

030189202

DATE: 03-20-03