

F98000000141

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: EARTHWALK COMMUNICATIONS, INC.  
(Name of corporation - must include suffix)

Dear Sir or Madam:

700002336637--3  
-11/03/97--01137--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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.

W97-24960

Please return all correspondence concerning this matter to the following:

PEGGI MCCONNELL, U.P.  
(Name of Person)

EARTHWALK COMMUNICATIONS, INC.  
(Firm/Company)

P.O. BOX 7443  
(Address)

FAIRFAX STATION, VA. 22039-7443  
(City/State/Zip)

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

Peggi McConnell at (703) 323-4811  
(Name of Person) (Area Code & Daytime Telephone Number)

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DIVISION OF CORPORATIONS  
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COURIER 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

mtc  
1/9



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

November 4, 1997

PEGGI MCCONNELL  
EARTHWALK COMMUNICATIONS, INC.  
P.O. BOX 7443  
FAIRFAX STATION, VA 22039-7443

SUBJECT: EARTHWALK COMMUNICATIONS, INC.  
Ref. Number: W97000024960

We have received your document for EARTHWALK COMMUNICATIONS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

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: 097A00053233

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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. EARTHWALK COMMUNICATIONS, 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. VIRGINIA (State or country under the law of which it is incorporated) 3. 54-1800573 (FEI number, if applicable)

4. MARCH 13, 1996 (Date of incorporation) 5. 2027 (Duration: Year corp. will cease to exist or "perpetual")

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

7. P.O. BOX 7443 FAIRFAX STATION, VA 22039 (Current mailing address)

8. DISTRIBUTOR OF HITACHI MULTIMEDIA PRODUCTS (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: CAROL AMEND

Office Address: 691 14th STREET, SE NAPLES, Florida, 34117 (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.

Carol Amend (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.

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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: EVAN T. McCONNELL

Address: 7112 SYLVAN GLEN LN, FAIRFAX VA 22039

Vice Chairman: Peggy McConnell

Address: 7112 SYLVAN GLEN LN, FAIRFAX, VA 22039

Director: Joseph Caporelli

Address: 11395 Reid Lane  
Manassasville, VA 22123

Director: Tom Wagedorn

Address: 3401 Holly Dr.  
Alex, VA 22305

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

President: EVAN T. McConnell

Address: 7112 Sylvan Glen Ln  
Fairfax VA 22039

Vice President: Peggy McConnell

Address: 7112 Sylvan Glen Ln  
Fairfax VA 22039

Secretary: Peggy McConnell

Address: 7112 Sylvan Glen Ln  
Fairfax, VA 22039

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

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

14. PEGGY McCONNELL, VP.  
(Typed or printed name and capacity of person signing application)

# Commonwealth of Virginia



## State Corporation Commission

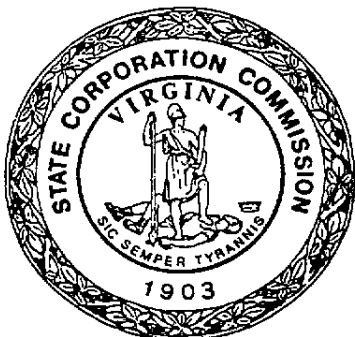
I Certify the Following from the Records of the Commission:

EARTH WALK COMMUNICATIONS, INC. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is March 13, 1996.

Nothing more is hereby certified.

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Signed and Sealed at Richmond  
on this Date: August 18, 1997

*William J. Bridge*

William J. Bridge, Clerk of the Commission