

F02000005898

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

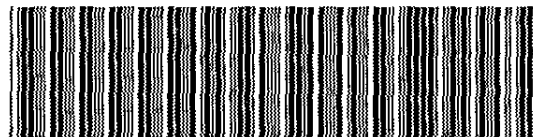
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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11/26/02--01054--021 **70.00

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN NOV 26 2002

CT CORPORATION

November 26, 2002

Secretary of State, Florida
409 East Gaines Street
N/A
Tallahassee FL 32399

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2002 NOV 26 PM 1:21
CCH LEGAL INFORMATION SERVICES COMPANY
TALLAHASSEE, FLORIDA

Re: Order #: 35677713 WO
Customer Reference 1: None
Customer Reference 2: MELUSA

Dear Secretary of State, Florida:

Please file the attached:

Macquarie Electronics USA Inc. (DE)
Qualification
Florida

Macquarie Electronics USA Inc. (DE)
Obtain Document - Misc - Certified Copy of Application for Certificate of
Authority
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at
(850) 222-1092. Thank you very much for your help.

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

CT CORPORATION

Sincerely,

Katrina Forsman
Fulfillment Specialist
Katrina_Forsman@cch-lis.com

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

**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. Macquarie Electronics 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. 54-2077555
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 09/12/2002 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qual
(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. 11440 West Bernardo Court, Suite 366, San Diego, CA 92127
(Principal office address)
- same
(Current mailing address)
8. Leasing of computer chip manufacturing equipment.
(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.

By: MARCEY L. SMITH
(Registered agent's signature)
MARCEY L. SMITH

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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JULIUS ROBERTSON & ASSOCIATES
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

SEE ATTACHMENT I

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: David Coons

Address: 11440 West Bernardo Court, Suite 366

San Diego, CA 92127

Vice President: _____

Address: _____

Secretary: Wendy Adams

Address: 600 Fifth Avenue -- 21st Floor New York, NY 10020

Treasurer: Wendy Adams

Address: 600 Fifth Avenue -- 21st Floor New York, NY 10020

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

13. David Coons

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

14. David Coons, President

(Typed or printed name and capacity of person signing application)

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CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

Application by Foreign Corporation
for Authorization to Transact Business
in Florida

of

Macquarie Electronics USA Inc.

ATTACHMENT I:

Item 12 of the Application: Names and business addresses of directors:

<u>Name</u>	<u>Address</u>
David Coons	Macquarie Electronics USA Inc. 11440 West Bernardo Court, Suite 366 San Diego, CA 92127
Garry Farrell	Macquarie Bank Limited 1 Martin Place Sydney, NSW 2000, Australia
Nicholas Moore	Macquarie Bank Limited 1 Martin Place Sydney, NSW 2000, Australia
Peter Stokes	Macquarie Electronics USA Inc. 600 Fifth Avenue – 21 st Floor New York, NY 10020
Oliver Yates	Macquarie Electronics USA Inc. 600 Fifth Avenue – 21 st Floor New York, NY 10020

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Delaware

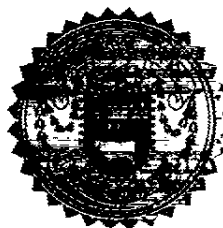
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MACQUARIE ELECTRONICS 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 TWENTY-FIRST DAY OF NOVEMBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3567972 8300

AUTHENTICATION: 2103018

020717793

DATE: 11-21-02