

F03000001870

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

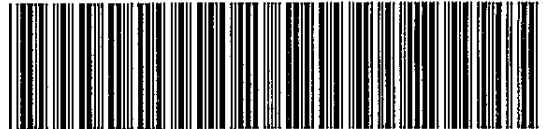
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



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03/17/03--01065--027 #78.75

*BN*

FILED  
03 APR 14 AM 9:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## TRANSMITTAL LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** SPL WORLDGROUP Software Inc.  
(Name of corporation - must include suffix)

03 APR 14 AM 9:23  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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:

Petra Chambers

(Name of Person)

SPL WORLDGROUP Software Inc, (doing buissnes as: Search Software America)

(Firm/Company)

1445 East Putnam Ave.

(Address)

Old Greenwich, CT 06870

(City/State and Zip code)

For further information concerning this matter, please call:

Petra Chambers

(Name of Person)

at ( 203 ) 698-2399

(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:

☐ \$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



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

March 18, 2003

FILED  
03 APR 14 AM 9:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PETRA CHAMBERS  
SPL WORLDGROUP SOFTWARE, INC.  
1445 EAST PUTNAM AVE.  
OLD GREENWICH, CT 06870

SUBJECT: SPL WORLDGROUP SOFTWARE, INC.  
Ref. Number: W03000007690

We have received your document for SPL WORLDGROUP SOFTWARE, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

Please note that we have RETAINED your \$78.75 payment.

You must list a Registered Agent, and the R.A. MUST SIGN the acceptance statement on the copy of the first page of your application.

ALSO, you'll need to file a Fictitious Name Registration for "SEARCH SOFTWARE AMERICA".

And if the corporation has been transacting business in Florida since June 25, 1990, penalty fees are owed.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$15,126.25.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 603A00016646



## SearchSoftwareAmerica

a division of SPL WorldGroup Software Inc.

1445 East Putnam Avenue  
Old Greenwich, CT 06870

tel 203-698-2399  
fax 203-698-2409

03 APR 14 AM 9:23  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

April 11, 2003

Mr. Buck Kohr  
Corporate Specialist  
Florida Department of State  
409 East Gaines Street  
Tallahassee, FL 32399

Re: SPL WORLDGROUP SOFTWARE, INC.  
#W03000007690

Dear Mr. Kohr:

Attached please find our REVISED Application by Foreign Corporation, signed by CT Corporation System in Florida. The Application is for SPL WORLDGROUP SOFTWARE, INC., and the item 6 for the date of Business Transaction in Florida has been changed.

Please note that the original date of June 25, 1990 was an error, and the correct date should be March 1, 2003.

Please use the check you already have for the application and please waive the penalty stated in your letter.

Please get in touch with me if you have any questions.

Sincerely,

A handwritten signature in cursive script, appearing to read 'Petra Chambers'.

Petra Chambers,  
Controller

**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.

FILED  
APR 11 1995  
TALLAHASSEE, FLORIDA

1. SPL WORLDGROUP Software 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. State of Delaware, USA

(State or country under the law of which it is incorporated)

3. 06-1195518

(FEI number, if applicable)

4. January 31st 1995

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. 6/25/90, (changed name in 1995 Frm SSA, to SPL WorldGroup Soft, Inc)

(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. 1445 East Putnam Ave, Old Greenwich, CT 06870

(Principal office address)

Same

(Current mailing address)

8. Sale of Proprietary Software, Maintenance, and Services

(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: N/A SEE ATTACHED

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

\_\_\_\_\_, Florida \_\_\_\_\_  
(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.*

\_\_\_\_\_  
(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.

# 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.

FILED  
APR 14 AM 10:23  
TALLAHASSEE, FLORIDA

1. SPL WorldGroup Software 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. State of Delaware 3. 06-1195518  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. January 31, 1995 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 1 March 2003  
(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. 1445 East Putnam Avenue, Old Greenwich, CT 06870  
(Principal office address)  
same  
(Current mailing address)
8. sale of proprietary software, maintenance, and services  
(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: c/o CT Corporation System  
1200 South Pine Island Road  
Plantation, Florida 33323  
(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.

Naseem A. Conde

(Registered agent's signature)

NASEEM A. CONDE  
SPECIAL ASST. 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.

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

A. DIRECTORS

Chairman: CD Hobbs

Address: 75 Hawthorne Plaza

San Francisco, CA 94105

Vice Chairman: Geoff Holloway

Address: 1445 East Putnam Ave.

Old Greenwich, CT 06870

Director: Richard Zolezzi

Address: 75 Hawthorne Plaza

San Francisco, CA 94105

Director: \_\_\_\_\_

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

B. OFFICERS

President: Geoff Holloway

Address: Same as above

Vice President: Richard Zolezzi

Address: Same as above

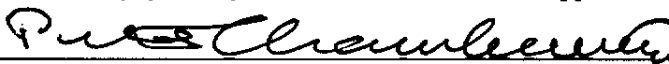
Secretary: Petra Chambers

Address: 1445 East Putnam Ave., Old Greenwich, CT 06870

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. Petra Chambers, Secretary  
(Typed or printed name and capacity of person signing application)

03  
APR 14 AM 9:23  
FILED  
TALLAHASSEE, FLORIDA

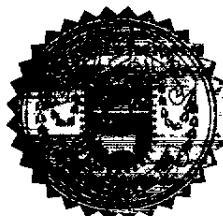
# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SPL WORLDGROUP SOFTWARE 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 SEVENTH DAY OF MARCH, A.D. 2003.

FILED  
03 APR 14 AM 9:23  
STATE OF DELAWARE  
TALLAHASSEE, FLORIDA



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

2476588 8300

AUTHENTICATION: 2296486

030152544

DATE: 03-07-03