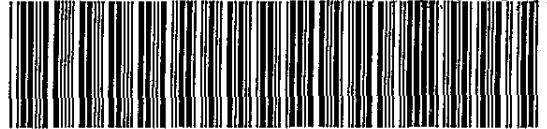


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2004 APR 19 P 1:19

SECRETARY OF STATE
TALLahassee FLORIDA



600021477616

07/17/03--01028--004 **78.75

04/15/04--01047--012 **650.00

(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:
*W03-20788
Penalty fees due
D. WHITE 4/12/2004*

AL

Office Use Only

PF/AR's \$650
FF \$70
cus 8.75

FILED

TRANSMITTAL LETTER

2004 APR 19 P 1:19

TO: Registration Section
Division of Corporations

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: _____

Grafitec America, 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:

Mary Feeney
 (Name of Person)

Grafitec America, Inc
 (Firm/Company)

3030 Powers Ave
 (Address)

Jacksonville, FL 32207
 (City/State and Zip code)

For further information concerning this matter, please call:

Mary Feeney at (904), 731-4911
 (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:

- \$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

July 22, 2003

MARY FEENEY
3030 POWERS AVE.
JACKSONVILLE, FL 32207

SUBJECT: GRAFITEC AMERICA, INC.
Ref. Number: W03000020788

FILED
2004 APR 19 P 1:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for GRAFITEC AMERICA, 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:

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 \$1,150.00.

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a notarized affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501, 617.1501 or 608.502, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 603A00042669



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

December 15, 2003

GRAFITEC AMERICA, INC. 2ND MAILING***
3030 POWERS AVE.
SUITE 103
JACKSONVILLE, FL 32207

SUBJECT: GRAFITEC AMERICA, INC.
Ref. Number: W03000020788

FILED
2004 APR 19 P 1:1
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for GRAFITEC AMERICA, 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:

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 \$1,150.00.

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a notarized affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501, 617.1501 or 608.502, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 603A00042669

Grafitec America

3030 Powers Ave., Suite 103
Jacksonville, FL 32207
Phone: 888-829-0338
Local: 904-731-4911
Fax: 904-731-4912
www.grafitecamerica.com

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2004 APR 19 P 1:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 15, 2004

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Letter # 603A00042669
Reference # W03000020788

Dear Sirs:

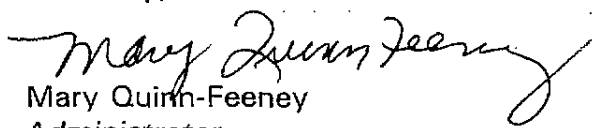
Please note that your letter referenced above was sent to the wrong address and was not delivered until months later. You addressed the letter to Mary Feeney rather than to our company name. The postal service returned it to you because there was no suite number and they did not recognize the employee name. I have attached copies to verify this. ✓

Regarding the penalty, we ask for it to be waived for the following reason. Our corporate office (registered in Delaware) registered our company for a foreign registration in Florida through the website: MyFlorida.com. To their knowledge, this was completed because they received **confirmation number 0208 1926 719** on August 19, 2002. Therefore no further action was taken. It was not until we had a sales tax issue that the City of Jacksonville notified us that we were not registered as a corporation. At that time, we took IMMEDIATE steps to resolve the problem. ✓

Things were further delayed because your department wrote to the wrong address back in July. Because we acted in good faith in registering our corporation, we respectfully ask that the penalty be waived. Of course we will pay the normal annual fees. ✓

We await notification from you on the status of our request. ✓

Sincerely,


Mary Quinn-Feeney
Administrator



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

April 5, 2004

MARY FEENEY
GRAFITEC AMERICA, INC.
3030 POWER AVE., SUITE 103
JACKSONVILLE, FL 32207

SUBJECT: GRAFITEC AMERICA, INC.
Ref. Number: W03000020788

FILED
2004 APR 19 P 1:1
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for GRAFITEC AMERICA, 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:

Based on the information you have provided and in accordance with s.607.1502(4), 608.502(4) or 617.1502(4), F.S., this office will reduce the civil penalty of \$1,000 per year to \$500 per year for each year this entity transacted business or conducted its affairs in Florida prior to qualification. Therefore, the total amount due to cover both annual report/uniform business report and penalty fees is \$650.00.

The total amount due is \$728.75.

There is a balance due of \$650.00.

If you have any questions concerning the filing of your document, please call (850) 245-6911.

Brenda Tadlock
Senior Section Administrator

Letter Number: 704A00022127

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
2004 APR 19 P 1:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- 1. Grafitec America, 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. 76-0705187
(State or country under the law of which it is incorporated) (FEI number, if applicable)
- 4. 7-23-02 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
- 6. 8-1-02
(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. 1300 Connecticut Ave, NW, Suite 850, Washington DC 20036
(Principal office address)
- 3030 Powers Ave, Suite 103, Jacksonville, FL 32207
(Current mailing address)

- 8. Sales and service of offset printing presses
(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: Mary Quinn-Feeney

Office Address: 10878 SCOTT MILL Rd
Jacksonville, Florida FL 32223
(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: Mary Quinn-Feeney
(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. ✓ enclosed

12.

A. DIRECTORS: Grafitec America, Inc.

Chairman and Officer

Petr Skrla
Opocenska 83
518 19 Dobruska
Czech Republic

FILED
2004 APR 19 P 1:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. OFFICERS: Grafitec America, Inc.

President and Officer

Ernest Bardocz
3030 Powers Ave., Suite 103
Jacksonville, FL 32207

Vice-President and Officer

Daniel Macke
3030 Powers Ave., Suite 103
Jacksonville, FL 32207

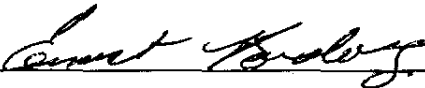
Secretary and Officer

Robert Chartener
1300 Connecticut Ave., NW, Suite 850
Washington, DC 20036

Treasurer and Officer

Robin Rothstein
1300 Connecticut Ave., NW, Suite 850
Washington, DC 20036

13. Signature of Officer



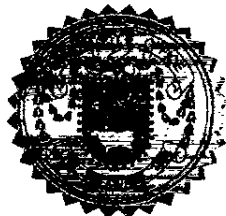
14. Name and Capacity of above Signature: Ernest Bardocz, President and Officer

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GRAFITEC AMERICA 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 NINTH DAY OF JULY, A.D. 2003.



3551294 8300

030432926

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2519585

DATE: 07-09-03