

F05000006533

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H05000260647 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850)205-0383
From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850)222-1092
Fax Number : (850)878-5926

RECEIVED

05 NOV -9 PM 1:12

DIVISION OF CORPORATIONS

FOREIGN PROFIT QUALIFICATION

OPTIMAL GEOMATICS, INC.

Table with 2 columns: Description and Value. Rows include Certificate of Status (1), Certified Copy (0), Page Count (05), and Estimated Charge (\$78.75).

05 NOV -9 AM 9:08

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Electronic Filing Menu

Corporate Filing

Public Access Help

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Optimal Geomatics, 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:

Steven J. Hopp, Esq.
(Name of Person)

Carney Badley Spellman, P.S.
(Firm/Company)

701 Fifth Avenue, Suite 3600
(Address)

Seattle, WA 98104-7010
(City/State and Zip code)

For further information concerning this matter, please call:

Steven J. Hopp at (206) 622-8020
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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

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. Optimal Geomatics, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 04-3231574
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 10/28/05 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. Suite 100 - 625 West Kent Avenue, Vancouver, B.C. V6P 6T7 CANADA
(Principal office address)

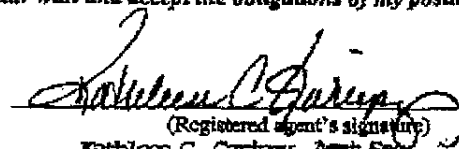
Suite 100 - 625 West Kent Avenue, Vancouver, B.C. V6P 6T7 CANADA
(Current mailing address)

8. Supply geospatial data to business and governmental organizations.
(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 NOT acceptable)

Name: CT 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.


(Registered agent's signature)
Kathleen C. Gripey, Asst Sec

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:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 NOV -9 AM 9:08

A. DIRECTORS

Chairman: Colum Caldwell
Address: 5625 Daffodil Lane
West Vancouver, B.C. V7W 1P2 CANADA

Vice Chairman: ---
Address: _____

Director: Verne Pecho
Address: 3870 West 34th Avenue
Vancouver, B.C. V6N 2L3 CANADA

Director: ---
Address: _____

B. OFFICERS

President: Colum Caldwell
Address: 5625 Daffodil Lane
West Vancouver, B.C. V7W 1P2 CANADA


Vice President: Verne Pecho
Address: 3870 West 34th Avenue
Vancouver, B.C. V6N 2L3 CANADA

Secretary: Michael Varabioff
Address: Ste. 3350, Four Bentall Centre, 1055 Dunsmuir St., Vancouver, B.C. V7X 1L2 CANADA

Treasurer: ---
Address: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 NOV -9 AM 9:08

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Michael Varabioff, Secretary
(Typed or printed name and capacity of person signing application)

Delaware

PAGE 1

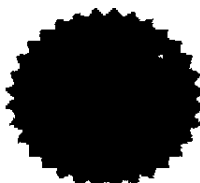
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "OPTIMAL GEOMATICS, 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 THIRTY-FIRST DAY OF OCTOBER, A.D. 2005.

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

4052505 8300

050889046



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4264600

DATE: 10-31-05