

DEC. 29. 2006 9:00AM

C S C

NO. 856 P. 1/5

**FOR 00000001**

Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850)205-0361

From:

Account Name : CORPORATION SERVICE COMPANY  
Account Number : I20000000195  
Phone : (850)521-1000  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CSC #2940

**FOREIGN PROFIT/NONPROFIT CORPORATION**

**GRATIS CARD INC.**

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DEC. 29. 2006 9:09AM

C S C

NO. 856 P. 2/5

**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. Gratis Card Inc.**

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

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

**2. Delaware**

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

**3. 20-2749131**

(FEI number, if applicable)

**4. 4/27/05**

(Date of incorporation)

**5. perpetual**

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

**6. November, 2006**

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

**7. 28 West 44th Street, 16th Floor, New York, NY 10036**

(Principal office address)

Same as above.

(Current mailing address)

**8. The purpose of the Corporation is to engage in any lawful act or activity for  
which corporations may be organized under the General Corporation Law of the  
State of Delaware.**

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

Florida 32301

(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.*

Corporation Service Company

By: Deborah D. Skipper

(Registered agent's signature)

Deborah D. Skipper  
Asst. V. Pres.

**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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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: See attached sheet.

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

Vice Chairman: \_\_\_\_\_

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

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

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

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

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

B. OFFICERS

President: Mr. Jason J. Hogg

Address: c/o Gratis Card Inc.

28 West 44th Street, 16th Floor New York, NY 10036

Vice President: Mr. Dax Cummings

Address: 200 Central Avenue, 19th Floor

St. Petersburg, FL 33701

Secretary: Mr. Nicholas P. Johns

Address: 200 Central Avenue, 19th Floor St. Petersburg, FL 33701

Treasurer: Mr. Darren Thompson

Address: 200 Central Avenue, 19th Floor St. Petersburg, FL 33701

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

13. Nicholas P. Johns

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

14. Mr. Nicholas P. Johns, Secretary

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

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NO. 856 P. 4/5

Gratis Card Inc.

The Directors of the Corporation are:

Mr. Stephen Case  
Chairman  
c/o Revolution GC Holdings LLC  
1717 Rhode Island Avenue NW, 10<sup>th</sup> Floor  
Washington, DC 20036

Mr. Ted Leonsis  
Vice Chairman  
c/o Revolution GC Holdings LLC  
1717 Rhode Island Avenue NW, 10<sup>th</sup> Floor  
Washington, DC 20036

Mr. David Golden  
c/o Revolution GC Holdings LLC  
1717 Rhode Island Avenue NW, 10<sup>th</sup> Floor  
Washington, DC 20036

Mr. Patrick Graf  
c/o Gratis Card Inc.  
200 Central Avenue  
19<sup>th</sup> Floor  
St. Petersburg, FL 33701

Mr. Jason Hogg  
c/o Gratis Card Inc.  
28 West 44<sup>th</sup> Street, 16<sup>th</sup> Floor  
New York, NY 10036

Mr. Russell Hogg  
c/o Gratis Card Inc.  
28 West 44<sup>th</sup> Street, 16<sup>th</sup> Floor  
New York, NY 10036

Mr. Timothy Kosiek  
c/o Marshall Group, Inc.  
150 South 5<sup>th</sup> Street, Suite 2910  
Minneapolis, MN 55402

Mr. Franklin Raines  
c/o Revolution GC Holdings LLC  
1717 Rhode Island Avenue NW, 10<sup>th</sup> Floor  
Washington, DC 20036

Mr. Lawrence Summers  
c/o Revolution GC Holdings LLC  
1717 Rhode Island Avenue NW, 10<sup>th</sup> Floor  
Washington, DC 20036

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# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GRATIS CARD 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-EIGHTH DAY OF DECEMBER, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GRATIS CARD INC." WAS INCORPORATED ON THE TWENTY-SEVENTH DAY OF APRIL, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5315649

DATE: 12-28-06