

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: GrapeCity Incorporated
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," or "Certificate of Good Standing" 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:

Jose de San Martin
Name of Person

GrapeCity Incorporated
Firm/Company

201 S. Highland Avenue, 3rd Floor
Address

Pittsburgh, PA 15206
City/State and Zip code

martin.desanmartin@componentone.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jose de San Martin at (412) 681-4343 ext 202
Name of Person Area Code & Daytime Telephone Number

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

MAILING ADDRESS:
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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TALLAHASSEE, FLORIDA

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
Division of Corporations

April 7, 2014

JOSE DE SAN MARTIN
201 S. HIGHLAND AVENUE
3RD FLOOR
PITTSBURGH, PA 15206

SUBJECT: GRAPECITY INCORPORATED
Ref. Number: W14000022053

RECEIVED
14 APR 22 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for GRAPECITY INCORPORATED and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

According to the application submitted to this office, this entity transacted business in the state of Florida before properly registering with the Florida Department of State, Division of Corporations. Consequently, a \$500 civil penalty and an annual report filing fee for each year the entity failed to properly file a Florida annual report are due this office. Based on the date entered on the application, the civil penalty and annual report filing fees total \$1,250.00.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 814A00007417

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TALLAHASSEE, FLORIDA

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. GrapeCity Incorporated
(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. Washington 3. 52-2218466
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/21/1999 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 5/1/2008
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 201 S. Highland Avenue, 3rd Floor, Pittsburgh, PA 15206
(Principal office address)

201 S. Highland Avenue, 3rd Floor, Pittsburgh, PA 15206
(Current mailing address)

8. Software development and consulting
(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: InCorp Services, Inc.

Office Address: 17888 67th Court North

Loxahatchee, Florida 33470
(City) (Zip code)

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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.

[Signature] on behalf of InCorp Services, Inc.
(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.

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

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A. DIRECTORS

Chairman: Daniel Fanger
Address: 3-1-4 Purple Hills, Izumi-ku
Sendai, 981-3205 Japan

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TALLAHASSEE, FLORIDA

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Naoyuki Baba
Address: 3-1-4 Purple Hills, Izumi-ku
Sendai, 981-3205 Japan

Vice President: N/A

Address: _____


Secretary: N/A

Address: _____

Treasurer: Tsutomu Kuroda

Address: 3-1-4 Purple Hills, Izumi-ku , Sendai, 981-3205 Japan

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

13. 
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Jose de San Martin - Tax Officer

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

GRAPECITY, INC.

FEIN: 52-2218466

OWNERS, PARTNERS, SHAREHOLDERS, OFFICERS, AND RESPONSIBLE PARTY INFORMATION

Name: Meysen Academy
Social Security Number: N/A
Date of birth: N/A
Federal ID: Foreign-Japan
Owner/officer/partner/shareholder/responsible party: Owner
Title: N/A
Effective Date of title: N/A
Percentage of Ownership: 49%
Effective Date of Ownership: 12/31/2010
Home Address: 3-1-4 Purple Hills, Izumi-ku
City/Town: Sendai
County: N/A
State: JAPAN
Zip Code: 981-3205

Name: GrapeCity Holdings, Ltd.
Social Security Number: N/A
Date of birth: N/A
Federal ID: Foreign Hong-Kong
Owner/officer/partner/shareholder/responsible party: Owner
Title: N/A
Effective Date of title: N/A
Percentage of Ownership: 51%
Effective Date of Ownership: 12/31/2010
Home Address: 3-1-4 Purple Hills, Izumi-ku
City/Town: Sendai
County: N/A
State: JAPAN
Zip Code: 981-3205

Name: Daniel Fanger
Social Security Number: N/A
Date of birth: N/A
Federal ID: Foreign Japan
Owner/officer/partner/shareholder/responsible party: Officer
Title: Chairman

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Effective Date of title: 12/31/2010
Percentage of Ownership: 0%
Effective Date of Ownership: N/A
Home Address: 3-1-4 Purple Hills, Izumi-ku
City/Town: Sendai
County: N/A
State: JAPAN
Zip Code: 981-3205

Name: Naoyuki Baba
Social Security Number: N/A
Date of birth: N/A
Federal ID: Foreign Japan
Owner/officer/partner/shareholder/responsible party: Officer
Title: President
Effective Date of title: 12/31/2010
Percentage of Ownership: 0%
Effective Date of Ownership: N/A
Home Address: 3-1-4 Purple Hills, Izumi-ku
City/Town: Sendai
County: N/A
State: JAPAN
Zip Code: 981-3205

Name: Minoru Iwanaga
Social Security Number: N/A
Date of birth: N/A
Federal ID: Foreign Japan
Owner/officer/partner/shareholder/responsible party: Officer
Title: Director
Effective Date of title: 12/31/2010
Percentage of Ownership: 0%
Effective Date of Ownership: N/A
Home Address: 3-1-4 Purple Hills, Izumi-ku
City/Town: Sendai
County: N/A
State: JAPAN
Zip Code: 981-3205

Name: Tsutomu Kuroda

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Social Security Number: N/A
Date of birth: N/A
Federal ID: Foreign Japan
Owner/officer/partner/shareholder/responsible party: Treasurer
Title: Director
Effective Date of title: 12/31/2010
Percentage of Ownership: 0%
Effective Date of Ownership: N/A
Home Address: 3-1-4 Purple Hills, Izumi-ku
City/Town: Sendai
County: N/A
State: JAPAN
Zip Code: 981-3205

Name: Jose de San Martin (Principal Contact)
Address: 406 Buckingham Road
Address 2: Pittsburgh, PA 15215
Title: Tax Officer
SSN: 620-12-55-34
Effective Date of Office Term: October 1st, 2013
Term Expiration: May 27th, 2014
Telephone: 412-681-4343 ext. 202

Name: John G. Ayers (Additional Contact)
Address: 5443 Fair Oaks Street
Address 2: Pittsburgh, PA 15217
Title: Adjunct Tax Officer
SSN: 193-54-1061
Effective Date of Office Term: October 1st, 2013
Term Expiration: May 27th, 2014
Telephone: 412-681-4343 ext. 217

Name: Devinder Josan Singh
Address: 17279 NE 120th Way
Address 2: Redmond, WA 98052
Title: Adjunct Tax Officer
SSN: 609-23-7894
Effective Date of Office Term: October 1st, 2013
Term Expiration: May 27th, 2014

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GrapeCity, Inc.

US Based Officers

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TALLAHASSEE, FLORIDA

UNITED STATES OF AMERICA

The State of Washington



Secretary of State

I, KIM WYMAN, Secretary of State of the State of Washington and custodian of its seal,
hereby issue this

CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

GRAPECITY INCORPORATED

I FURTHER CERTIFY that the records on file in this office show that the above named Profit Corporation was formed under the laws of the State of FO and was issued a Certificate Of Authority in Washington on 12/21/1999.

I FURTHER CERTIFY that as of the date of this certificate, GRAPECITY INCORPORATED remains active and has complied with the filing requirements of this office.

Date: February 21, 2014

UBI: 602-007-349



Given under my hand and the Seal of the State
of Washington at Olympia, the State Capital

Kim Wyman

Kim Wyman, Secretary of State

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TALLAHASSEE, FLORIDA