



F02000001245

FILED
MAR -6 PM 4:41
CLERK OF SUPERIOR COURT
JANESVILLE, WISCONSIN

ACCOUNT NO. : 072100000032

REFERENCE : 127900 7317579

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : February 13, 2002

ORDER TIME : 11:04 AM

ORDER NO. : 127900-005

CUSTOMER NO: 7317579

CUSTOMER: Mr. Tom Markward
Gemplus Corporation
101 Park Drive

Montgomeryville, PA 18936

200005050422--2
-03/06/02--01026--005
*****70.00 *****70.00

FOREIGN FILINGS

NAME: GEMPLUS CORPORATION

200005050422--2
-03/12/02--01003--003
***3450.00 ***3450.00

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER: _____

902A00014724

(7)

BK

RECEIVED
02 MAR -6 AM 11:44
DIVISION OF CONFIRMATION



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 6, 2002

NORMA HULL
CSC
TALLAHASSEE, FL

SUBJECT: GEMPLUS CORPORATION
Ref. Number: W02000006359

RESUBMIT
Please give original
submission date as file date.

FILED
02 MAR -6 PM 4:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for GEMPLUS CORPORATION and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Please note that we have RETAINED your \$70.00 payment.

The application indicates that GEMPLUS CORPORATION began transacting business in Florida on December 1, 1999. If this is so, then 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 \$3,450.00.

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

Buck Kohr
Corporate Specialist

Letter Number: 202A00013581

RESUBMIT
Please give original
submission date as file date.

RECEIVED
02 MAR 11 AM 11:24
TALLAHASSEE, FLORIDA

02 MAR -6 PM 4:47
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: GEMPLUS CORPORATION
(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:

TOM MARKWARD
(Name of Person)
GEMPLUS CORPORATION
(Firm/Company)
ONE PROGRESS DRIVE, 2ND FLOOR
(Address)
HORSHAM, PA 19044
(City/State and Zip code)

For further information concerning this matter, please call:

JULIE GIORDANO at (305) 436-5300
(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

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.

02 MAR -6 PM 4:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

1. GEMPLUS CORPORATION
(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. 52-1674023
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 3-7-90 5. N/A PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 12-1-99
(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. 7200 NW 19th STREET, SUITE 312 MIAMI, FL 33126
(Principal office address)
ONE PROGRESS DRIVE, 2nd FLOOR HORSHAM, PA 19044
(Current mailing address)

8. SALES/MARKETING OFFICE USED AS A PLATFORM FOR LATIN AMERICAN BUSINESS IN THE SALE OF PLASTIC SMART CARDS.
(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(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.

Corporation Service Company

Grant D. Barber

Grant D. Barber as its 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.

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

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

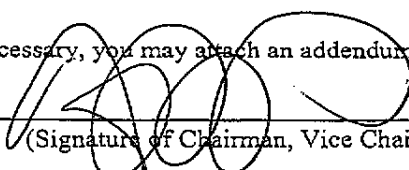
Secretary: _____

Address: _____

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. ANTHONY J. PINGELLI - DIRECTOR - FINANCE NORTH AMERICA
(Typed or printed name and capacity of person signing application)

FILED
MAR - 6 PM 1:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Gemplus Corporation
Corporate Officers
August 2001

FILED
MAR - 9 PM 4:47
CLERK OF STATE
TALLAHASSEE, FLORIDA

Gabriel A. Faraone, Jr.
Sr. Vice President Financial & Security Services WW Sales

Ronald F. Elmore
Vice President Financial & Security Services North America

Shawn Molodow
Vice President Corporate Development

Jason Cohen
Assistant General Counsel

Anthony J. Pingelli
Director – Finance North America

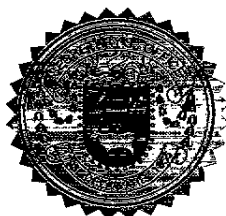
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GEMPLUS CORP." 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 TWENTIETH DAY OF FEBRUARY, A.D. 2002.

FILED
02 MAR -6 PM 4:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2221542 8300

AUTHENTICATION: 1621391

020101292

DATE: 02-20-02