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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 APR - 4 AM 10:43

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: MicroSociety, Inc
(Name of Corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Padma Rajan, CFO
(Name of Person)

MicroSociety, Inc.
(Firm/Company)

5363 Marsala Lane
(Address)

Jacksonville, FL 32244
(City/State and Zip Code)

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***771.25 ***771.25

For further information concerning this matter, please call:

Padma Rajan, CFO at (386) 848-1228
(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:
Availability
<input type="checkbox"/> \$70.00 Filing Fee Document
Examiner
Updater
Updater
Verifier
Acknowledgement
A. P. Verifier

\$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy

\$87.50 Filing Fee, Certificate of Status & Certified Copy

PF \$500.00

FF \$70.00

Certs 17.50

UBR Fees 183.75

Handwritten notes:
4/12
FO
(WP)
meal



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
OFFICE OF THE GENERAL COUNSEL

F A C S I M I L E T R A N S M I T T A L

TO FAX NUMBER: (215) 922-3303

Please deliver the following pages to:

NAME: Carolyn King

COMPANY: Micro Society, Inc.

CITY/STATE: Unknown

SENDER: Gerard T. York, Esq.,
Assistant General Counsel
850-245-6514

DATE/TIME: 04/01/02 4:56 PM

NUMBER OF PAGES (including transmittal sheet):2

FROM FAX: 850/245-6127

COMMENTS: This is communication is further to my conversation today with Padma Rajan of your company wherein we have discussed the issue of whether Micro Society, Inc., has conducted its activities in Florida since 1999 such that qualification was required and, if, so what penalties were due.

We would offer to settle the issue of foreign non-qualified penalties under section 617.1502(4), for the sum of \$771.25 reflecting penalties from 1999 assessed in a lump sum of \$500.00, annual report fees from 1999 of \$183.75, and related filing fees of \$87.50. Upon completion of an application for Certificate of Authority and receipt

of a check in that amount, payable to the Department of State, Division of Corporations, I will instruct the Division of Corporations to issue your company a Certificate of Authority. Please mail the application and check to this attorney at: Office of General Counsel, Plaza Level Two, The Capitol, Tallahassee, Florida 32399-0250.

Please do not hesitate to contact me at 850-245-6514 should you have any questions.

PL-02 • THE CAPITOL • TALLAHASSEE, FLORIDA 32399-0250



MEMORANDUM

Date: April 3, 2002

To: Gerard T. York, Esq.,
Assistant General Counsel
Florida Department of State

From: Padma Rajan

RE: MicroSociety, Inc. – Registration in Florida – Certificate of Status

I would like to thank you for helping MicroSociety sort through the process of registration in Florida.

I appreciate your patience and guidance through the process.

Please find enclosed the application, check for \$771.25, Certificate of Existence issued by the Commonwealth of Pennsylvania. If you have any questions, please do not hesitate to call me at (386) 848-1228.

Sincerely,

Padma Rajan

Padma Rajan
Chief Financial Officer
MicroSociety, Inc.



Department of State

Memorandum Office of the General Counsel

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: April 4, 2002

RE: Micro Society, Inc.

Based on my review of the file and the payments received from the corporation, it is my recommendation that this file be closed. Corporation has paid outstanding report fees from 1999 of \$183.75, foreign non-qualified penalties of \$ 500.00 assessed in a lump sum of \$500.00, and related filing fees and wishes to be qualified to conduct its affairs in the State of Florida. Accordingly, it is recommended corporation be issued a certificate of authority.

/gty

APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

- ✓ 1. MicroSociety, Inc.
(Name of corporation: must include the word "INCORPORATED" or "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. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
- ✓ 2. Pennsylvania 3. 23-2637830
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 16, 1991 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. September 1999
(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.155, F.S.)
7. 13 South 3rd Street, Suite 500 Philadelphia, PA 19106
(Principal office address)
13 South 3rd Street, Suite 500 Philadelphia, PA 19106
(Current mailing address)
8. See Attached
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: Padma Rajan, CFO
Office Address: 5363 Marsala Lane
Jacksonville, Florida 32244
(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.
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.

Padma Rajan
(Registered agent's signature)

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

A. DIRECTORS

Chairman: Mr. David McCarthy

Address: 2643 San Andres Way

Claremont, CA 91711

~~Vice Chairman:~~ Director: Ms. Kirsten Feldman

Address: 876 Park Avenue, Apt. 9S

New York, NY 10021

Director: Dr. William H. Foster

Address: 633 3rd Avenue, 19th Floor

New York, NY 10017-8155

Director: Mr. Richard Bruce Wickersham, Jr. Esq.

Address: 510 Walnut Street, Suite 1000

Philadelphia, PA 19106

B. OFFICERS

President: Dr. George Richmond

Address: 13 South 3rd Street, Suite 500

Philadelphia, PA 19106

~~Vice President:~~ Executive Director:Carolynn King-Richmond

Address: 13 South 3rd Street, Suite 500

Philadelphia, PA 19106

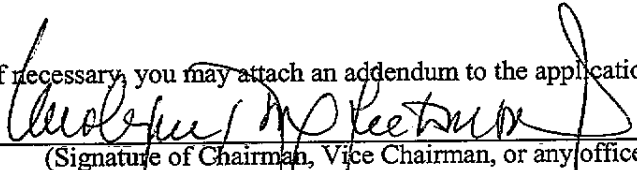
Secretary: N/A

Address: _____

Treasurer: N/A

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. Carolynn King-Richmond Executive Director
(Typed or printed name and capacity of person signing application)



13 S. 3RD STREET, SUITE 500
PHILADELPHIA, PA 19106
215-922-4006 / FAX: 215-922-3303
E-Mail: info@microsociety.org
www.microsociety.org

#8 Purpose – The Organization was formed for the purpose of designing quality education programs and developing educational instructional materials that address the needs of economically disadvantaged children and youth enrolled in both public and/or non-profit private schools in the United States. The Organization’s programs provide teachers, students, and other stakeholders in elementary and middles schools with authentic learning experiences that encourage them to take responsibility for themselves, their community, and the world.

COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

FEBRUARY 19, 2002

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

MICRO-SOCIETY, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania and remains a subsisting corporation so far as the records of this office show, as of the date herein.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

C. Michael Stewart
Secretary of the Commonwealth

JSOW