

# 2001 UNIFORM BUSINESS REPORT (UBR)

FILED

Jan 24, 2001 8:00 am  
Secretary of State

01-24-2001 90043 013 \*\*\*150.00

DOCUMENT # F00000000083

1. Entity Name

CDS TECHNOLOGIES, INC.

Principal Place of Business

Mailing Address

~~1255 LA QUINTA DRIVE, SUITE 218~~  
ORLANDO FL 32809

~~1255 LA QUINTA DRIVE, SUITE 218~~  
ORLANDO FL 32809

2. Principal Place of Business

1035 S. Semoran Blvd.

3. Mailing Address

1035 S. Semoran Blvd.

Suite, Apt. #, etc.

Suite, Apt. #, etc.

Suite 1015

Suite 1015

City & State

City & State

Winter Park, FL

Winter Park, FL

Zip

Country

Zip

Country

32792 USA

32792 USA

6. Name and Address of Current Registered Agent

7. Name and Address of New Registered Agent

LANDT, CHRIS

1255 LA QUINTA DRIVE, SUITE 218  
ORLANDO FL 32809

Name

Linda Sylvester

Street Address (P.O. Box Number is Not Acceptable)

1035 S. Semoran, Suite 1015

Winter Park

City

FL

Zip Code

32792

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE

*Linda Sylvester*

Linda Sylvester, Office Administrator

01/08/01

Signature, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reinstating)

DATE

9. This corporation is eligible to satisfy its Intangible Tax filing requirement and elects to do so.  
(See criteria on back) ☐

**FILE NOW!!! FEE IS \$150.00**  
**After MAY 1, 2001 Fee will be \$550.00**  
**Make Check Payable to Department of State**

10. Election Campaign Financing  
Trust Fund Contribution. ☐

**\$5.00 May Be Added to Fees**

11. OFFICERS AND DIRECTORS

12. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11

TITLE	D	<input checked="" type="checkbox"/> Delete
NAME	BLANCHE, PAUL	
STREET ADDRESS	1140 NEPEAN HIGHWAY	
CITY-ST-ZIP	MARNINGTON, VICTORIA 3931	
TITLE	P	<input checked="" type="checkbox"/> Delete
NAME	FITZGERALD, JOHN	
STREET ADDRESS	1140 NEPEAN HIGHWAY	
CITY-ST-ZIP	MARNINGTON, VICTORIA 3931	
TITLE	V	<input checked="" type="checkbox"/> Delete
NAME	HOWARD, ROBERT	
STREET ADDRESS	16360 S. MONTEREY ROAD, SITE 250	
CITY-ST-ZIP	MORGAN HILL CA 95037	
TITLE	ST	<input checked="" type="checkbox"/> Delete
NAME	FEEBY, BARRY	
STREET ADDRESS	1140 NEPEAN HIGHWAY	
CITY-ST-ZIP	MARNINGTON, VICTORIA 3931	
TITLE		<input type="checkbox"/> Delete
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> Delete
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

TITLE	President	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Robert Howard	
STREET ADDRESS	16360 S. Monterey Rd, Ste 250	
CITY-ST-ZIP	Morgan Hill, CA 95037	
TITLE	Vice President - Prod. Dev.	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Jim Heist	
STREET ADDRESS	105 Springbrook Place	
CITY-ST-ZIP	Cary, NC 27511	
TITLE	Vice President - Finance	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Barry Febey	
STREET ADDRESS	16360 S. Monterey Rd, Ste 250	
CITY-ST-ZIP	Morgan Hill, CA 95037	
TITLE	Secretary	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Barry Febey	
STREET ADDRESS	16360 S. Monterey Rd, Ste 250	
CITY-ST-ZIP	Morgan Hill, CA 95037	
TITLE	Director	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	Barry Febey	
STREET ADDRESS	16360 S. Monterey Rd, Ste. 250	
CITY-ST-ZIP	Morgan Hill, CA 95037	
TITLE	Director	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	John Fitzgerald	
STREET ADDRESS	1140 Nepean Way	
CITY-ST-ZIP	Mornington, Victoria, Aus 3931	

13. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 14.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 11 or Block 12 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE:

*Robert Howard*

Robert Howard

1/11/01

408779-6363

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

CR2E034 (10/00)

Changes to Directors & Officeholders

**Subject: Changes to Directors & Officeholders**

**Date: Thu, 21 Sep 2000 11:11:38 -0700**

**From: Barry Febey <bfebey@cdstech.com>**

**To: Jim Seff <Seff\_JM@pillaburylaw.com>**

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Doc# F00000000083

Hi Jim

Thanks for your time yesterday.

I'll begin by forwarding the Director and officeholder changes and then follow-up with the review of our Sales Rep. agreements.

Changes to Directors and officeholders is as follows:

**Directors:** Barry Febey - remains, John Fitzgerald - added, Paul Blanche - resigned

**Officeholders:** Robert Howard - President (added), Jim Fleist - Vice President, New

Product Development (added); Barry Febey - Vice President, Finance (added)

Barry Febey - Secretary, Treasurer (remains)

John Fitzgerald - President (resigned/removed)

I trust the above is clear for you to amend the corporate records.

Please call should you require further information.

Thanks and Regards

Barry

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UNANIMOUS WRITTEN CONSENT OF  
THE BOARD OF DIRECTORS OF  
CDS TECHNOLOGIES, INC.,  
A DELAWARE CORPORATION

The undersigned, being all of the members of the Board of Directors of CDS Technologies, Inc., a Delaware corporation (the "Corporation"), and pursuant to Section 141(f) of the Delaware General Corporation Law being entitled to vote on the resolutions hereinafter set forth as if the same had been submitted at a meeting of the Board of Directors of said Corporation duly called and held for the purposes of acting on such resolutions, do hereby consent to the following resolutions:

WHEREAS, Paul Blanche has resigned from his position as Director of the Corporation; and

WHEREAS, John Fitzgerald has resigned from his position as President of the Corporation; and

WHEREAS, as a result of the aforementioned resignations, there are currently vacancies in the positions of officers and Director of the Corporation; and

WHEREAS, pursuant to sections 3.2 and 5.5 of this Corporation's By-Laws, the remaining members of the Board of Directors may fill vacancies in the Board of Directors and offices of the Corporation, respectively:

Resignation of Officer and Director

NOW, THEREFORE, BE IT RESOLVED, that the resignation of Paul Blanche from his position as Director of the Corporation be, and hereby is, accepted, to take effect as of 21<sup>st</sup> September, 2000; and

RESOLVED FURTHER, that the resignation of John Fitzgerald from his position as President of the Corporation be, and hereby is, accepted, to take effect as of 21<sup>st</sup> September, 2000; and

Appointment of Director to Fill Vacancy

RESOLVED FURTHER, that effective as of 21<sup>st</sup> September, 2000, John Fitzgerald is hereby appointed a Director of the Corporation to fill the existing vacancy, to serve until his successor shall be duly elected, unless he resigns, is removed or is otherwise disqualified from serving as a Director of the Corporation;

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Appointment of Officers

RESOLVED FURTHER, that effective 21<sup>st</sup> September, 2000, Robert Howard be and hereby is appointed to the office of President of the Corporation, to serve until his successor shall be duly appointed, unless he resigns, is removed or is otherwise disqualified from serving as an officer of the Corporation;

RESOLVED FURTHER, that effective 21<sup>st</sup> September, 2000, Jim Helst be and hereby is appointed to the office of Vice President of New Product Development of the Corporation, to serve until his successor shall be duly appointed, unless he resigns, is removed or is otherwise disqualified from serving as an officer of the Corporation;

RESOLVED FURTHER, that effective 21<sup>st</sup> September, 2000, Barry Fehey be and hereby is appointed to the office of Vice President of Finance of the Corporation, to serve until his successor shall be duly appointed, unless he resigns, is removed or is otherwise disqualified from serving as an officer of the Corporation;

Omnibus Resolutions

RESOLVED FURTHER, that the officers of the Corporation be, and the same hereby are, authorized and directed, in the name of and on behalf of the Corporation, to make all such arrangements, to do and perform all such acts and things, to execute and deliver all such certificates and other instruments and documents, and to do everything that they may deem necessary or appropriate in order to implement fully each and all of the foregoing resolutions.

This Unanimous Written Consent may be executed in one or more counterparts, each of which shall be an original and all of which together shall be one and the same instrument. This Unanimous Written Consent shall be filed in the Minute Book of the Corporation and become a part of the records of the Corporation.

Executed effective as of 21<sup>st</sup> September, 2000.

Barry Fehey

DIRECTOR

John Fitzgerald

DIRECTOR