

Document Number Only

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C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (850)222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

600003102666--3

-01/19/00--01058--010

\*\*\*\*\*78.75 \*\*\*\*\*78.75

Vista Dms, Inc.

26

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

Qualification

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☒ Certified Copy

☐ Amendment

☐ Dissolution/Withdrawal

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Merger

☐ Mark

☐ Other

☐ Change of R.A.

☐ Fictitious Name

☐ CUS

☐ Call When Ready

☐ Walk In

☐ Mail Out

☐ Call if Problem

☐ Will Wait

☐ After 4:30

☐ Pick Up

Name

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Examiner

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Verifier

Acknowledgment

W.P. Verifier

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THANKS

LAURA EARNEST

FLORIDA STATE  
DIVISION OF  
CORPORATIONS  
TALLAHASSEE, FLORIDA

00 JAN 19 AM 11:16

RECEIVED

## TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: VISTA DMS, INC.

(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:

Brenda Warbritton

(Name of Person)

Gray Cary Ware & Freidenrich LLP

(Firm/Company)

4365 Executive Drive, Suite 1600

(Address)

San Diego, CA 92121-2189

(City/State/Zip)

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STATE  
DIVISION OF CORPORATIONS  
00 JAN 19 PM 3:08

Should you need to call someone concerning this matter, please call:

Brenda Warbritton

(Name of Person)

at ( 858 ) 677-1468

(Area Code & Daytime Telephone Number)

### STREET ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

### MAILING ADDRESS:

Qualification/Tax Lien 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.

VISTA DMS, INC.

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
JAN 19 3:08 PM

1. \_\_\_\_\_  
(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. 33-0871542  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 07/19/99 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 12/17/99  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 100 Washington Square, Suite 1000  
Minneapolis, MN 55401  
(Current mailing address)

8. Provide computerized data systems and software for real estate industry.  
(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: CT Corporation System

Office Address: 1200 South Pine Island Road  
Plantation, Florida, 33324  
(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.*

CT Corporation System  
By: [Signature]  
(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 addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

Chairman: Thomas R. Gay

Address: 5060 Shoreham Pl.  
San Diego, CA 92121

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

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

Director: Neil A. Johnson

Address: 5060 Shoreham Pl.  
San Diego, CA 92121

Director: E. Stevens Hamilton

Address: 5060 Shoreham Pl.  
San Diego, CA 92121

**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**

President: Thomas R. Gay

Address: 5060 Shoreham Pl.  
San Diego, CA 92121

Vice President: E. Stevens Hamilton

Address: 5060 Shoreham Pl.  
San Diego, CA 92121

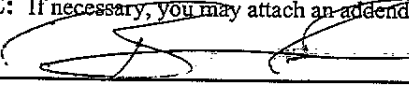
Secretary: Neil A. Johnson

Address: 5060 Shoreham Pl.  
San Diego, CA 92121

Treasurer: Neil A. Johnson

Address: 5060 Shoreham Pl.  
San Diego, CA 92121

**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. Brian Conn / Assistant Secretary  
(Typed or printed name and capacity of person signing application)

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00 JAN 19 PM 3:08

**OFFICERS AND DIRECTORS RIDER  
VISTA DMS, INC.**

1. **Officer/CEO: Thomas R. Gay, 5060 Shoreham Pl., San Diego, CA 92121**
2. **Officer/CFO: Neil A. Johnson, 5060 Shoreham Pl., San Diego, CA 92121**
3. **Officer/SEC: Neil A. Johnson, 5060 Shoreham Pl., San Diego, CA 92121**
4. **Officer/ASST. SEC: Brian Conn, 5060 Shoreham Pl., San Diego, CA 92121**
5. **Officer/ASST. SEC: Rob Dolan, 100 Washington Sq., #900, Minneapolis, MN 55401**
6. **Director: Thomas R. Gay, 5060 Shoreham Pl., San Diego, CA 92121**
7. **Director: Neil A. Johnson, 5060 Shoreham Pl., San Diego, CA 92121**
8. **Director: E. Stevens Hamilton, 5060 Shoreham Pl., San Diego, CA 92121**

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CLERK OF SUPERIOR COURT  
DIVISION OF CORPORATIONS  
00 JAN 19 PM 3:08

State of Delaware  
Office of the Secretary of State

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PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VISTA DMS, 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 FOURTH DAY OF JANUARY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED  
STATE  
SECRETARY OF CORPORATIONS  
00 JAN 19 PM 3:08



  
Edward J. Freel, Secretary of State

3071031 8300

AUTHENTICATION:

0177390

001003002

DATE:

01-04-00