

F00000001747



ACCOUNT NO. : 072100000032

REFERENCE : 640260 4802844

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pizito

ORDER DATE : March 27, 2000

ORDER TIME : 2:59 PM

ORDER NO. : 640260-005

5000003189325--3

CUSTOMER NO: 4802844

CUSTOMER: Ms. Stacy Seidel
Neal Gerber & Eisenberg
Two North Lasalle Street
Suite # 2200
Chicago, IL 60602

FOREIGN FILINGS

NAME: TUTOPIA.COM, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

mk
3/29/00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 29 PM 5:55

RECEIVED
00 MAR 29 PM 4:39
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Tutopia.com, 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:

Scott J. Bakal

(Name of Person)

Neal, Gerber & Eisenberg

(Firm/Company)

Two North LaSalle Street, Suite 2200

(Address)

Chicago, Illinois 60602

(City/State/Zip)

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

Stacy P. Seidel

(Name of Person)

at (312) 269-5236

(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

FILED
SECRETARY OF CORPORATIONS
00 MAR 29 PM 5:55

**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*

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DIVISION OF CORPORATIONS
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1. Tutopia.com, Inc.

(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

(State or country under the law of which it is incorporated)

3. 65-0972901

(FEI number, if applicable)

4. January 7, 2000

(Date of incorporation)

5. Perpetual

(Duration Year corp. will cease to exist or "perpetual")

6. Upon filing of this application

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 15050 NW 79 Court

Miami, Florida 33016

(Current mailing address)

To engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law and qualified under the Florida Business Corporation Act.

8. the Florida Business Corporation Act.
(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

(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

Patricia A. Piquette

(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: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 29 PM 5:35

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

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 Joel Edelstein, President
(Typed or printed name and capacity of person signing application)

OFFICERS OF TUTOPIA.COM, INC.

NAME	TITLE	ADDRESS
Joel Eidelstein	Chairman of the Board	15050 Northwest 79 Court Miami, Florida 33016
Michael Shalom	Chief Executive Officer	15050 Northwest 79 Court Miami, Florida 33016
Jose Leiman	Chief Financial Officer, Treasurer, and Assistant Secretary	15050 Northwest 79 Court Miami, Florida 33016
Jack Bursztyn	President	15050 Northwest 79 Court Miami, Florida 33016
Zalman Lekach	Vice President	15050 Northwest 79 Court Miami, Florida 33016
Barrie Moskowitz	Vice President	15050 Northwest 79 Court Miami, Florida 33016
Scott J. Bakal	Secretary	Two North LaSalle Street Suite 2200 Chicago, Illinois 60602

DIRECTORS OF TUTOPIA.COM, INC.

NAME	TITLE	ADDRESS
Joel Eidelstein	Director	15050 Northwest 79 Court Miami, Florida 33016
Michael Shalom	Director	15050 Northwest 79 Court Miami, Florida 33016

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 29 PM 5:55

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TUTOPIA.COM, 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 TWENTY-SEVENTH DAY OF MARCH, A.D. 2000.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TUTOPIA.COM, INC." WAS INCORPORATED ON THE SEVENTH DAY OF JANUARY, A.D. 2000.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 29 PM 5:56

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 29 PM 5:55



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Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

0342004

DATE:

03-27-00