

Document Number Only

F00000003361

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

High Ground, Inc.

ARM - 70.00

100003203351--5
-06/14/00--01002--022
***1080.00 ***1080.00

100003203351--5
-04/11/00--01064--007
*****70.00 *****70.00

100003203351--5
-06/20/00--01020--004
*****70.00 *****70.00

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DIVISION OF CORPORATIONS
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- ☒ Profit
☐ NonProfit
☐ Limited Liability Company
☒ Foreign *Qualification*
☐ Limited Partnership
☐ Reinstatement
☐ Limited Liability Partnership
☐ Certified Copy
☐ Call When Ready
☐ Walk In
☐ Mail Out
- ☐ Amendment
☐ Dissolution/Withdrawal
☐ Annual Report
☐ Reservation
☐ Photo Copies
☐ Call if Problem
☐ Will Wait
- ☐ Merger
☐ Mark
☐ Other
☐ Change of R.A.
☐ Fictitious Name
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☐ After 4:30
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Name Availability
Document Examiner
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LAURA EARNES

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32301

CR2E031 (1-89)

4/11

3/K
6/13



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 11, 2000

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: HIGHGROUND, INC.
Ref. Number: W00000009587

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We have received your document for HIGHGROUND, INC. 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 filing fee.

The application indicates that this corporation began transacting business in Florida in June 1999. If that 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 \$1,150.00.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 000A00019802

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: HighGround, 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:

Elissa Boisvert, Esq.

(Name of Person)

Lucash, Gesmer & Updegrove, LLP

(Firm/Company)

40 Broad Street

(Address)

Boston, MA 02109

(City/State/Zip)

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

Elissa Boisvert

(Name of Person)

at (617) 350-6800

(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

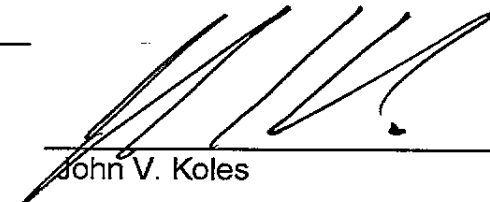
☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

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CERTIFICATION OF RESOLUTION OF BOARD OF DIRECTORS

We, the undersigned, being the directors of HighGround, Inc. ("Company"), do hereby certify that a resolution of the Board of Directors of the Company, which Company is duly organized and existing under the laws of the State of Delaware, was duly adopted on May 31, 2000 in the form attached hereto as Exhibit A, approving the adoption of the name "HighGround Public Relations, Inc." as a "dba" name in Florida.

Dated: May 31, 2000



John V. Koles



Thomas R. Salvo

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DIVISION OF CORPORATIONS
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UNANIMOUS WRITTEN CONSENT IN LIEU OF
SPECIAL MEETING OF THE BOARD OF DIRECTORS
OF
HIGHGROUND, INC.

May 31, 2000

The undersigned, being all of the directors of HighGround, Inc., a Delaware corporation (the "Corporation"), do hereby take, pursuant to Sections 141(f) of the Delaware General Corporation Law, the following action by written consent and without a meeting:

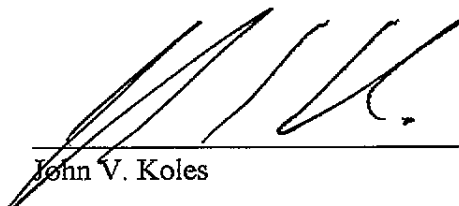
ADOPTION OF "DBA" NAME

RESOLVED: That the Board of Directors of the Corporation deems it advisable and in the best interests of the Corporation that the Corporation adopt the name of "HighGround Public Relations, Inc." as a "doing business as" name for the purposes of qualifying to do business in Florida.

RESOLVED: That the officers of the Corporation hereby are, and each of them hereby is, authorized to execute and deliver all such instruments, make all such payments, make all such filings (and any such filings heretofore made are hereby ratified), and do all such other acts and things as in their opinion, or in the opinion of any of them, may be necessary or appropriate in order to carry out the intent and purposes of the foregoing resolution, and any such actions by any such officer heretofore taken are hereby ratified and adopted as the act and deed of the Corporation.

EXHIBIT A
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The undersigned further directs that this Consent shall take effect immediately as of the date first above written and shall be filed in the minute book of the Corporation with the minutes of the meetings of the Board of Directors.



John V. Koles



Thomas R. Salvo

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**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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1. HighGround, 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. 04-3180459

(FEI number, if applicable)

4. 12/15/1992

(Date of incorporation)

5. Perpetual

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

6. June 1999

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

7. Edgewater Office Park, 401 Edgewater Place, Suite 695, Wakefield, MA 01880

(Current mailing address)

Marketing Consulting Services

8. _____

(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: Jane Schwartz

Office Address: 5695 Northwest 38th Street

Boca Raton, Florida, 33496
(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.

Jane Schwartz

By: Jane Schwartz

(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: John V. Koles

Address: 6 New England Executive Park
Burlington, MA 01803

Vice Chairman: Thomas R. Salvo

Address: 6 New England Executive Park
Burlington, MA 01803

Director: _____

Address: _____

Director: _____

Address: _____

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

President: John V. Koles

Address: 6 New England Executive Park
Burlington, MA 01803

Vice President: _____

Address: _____

Secretary: Thomas R. Salvo

Address: 6 New England Executive Park
Burlington, MA 01803

Treasurer: Thomas R. Salvo

Address: 6 New England Executive Park
Burlington, MA 01803

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. John V. Koles, President
(Typed or printed name and capacity of person signing application)

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DIVISION OF CORPORATIONS
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State of Delaware
Office of the Secretary of State

PAGE 1

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 13 PM 5:02

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HIGHGROUND 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 TENTH DAY OF APRIL, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.




Edward J. Freel, Secretary of State

2319119 8300

001181609

AUTHENTICATION: 0370106

DATE: 04-10-00