

F00000003423



ACCOUNT NO. : 072100000032

REFERENCE : 730377 4349124

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 70.00

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
00 JUN 16 AM 11:21

ORDER DATE : June 13, 2000

ORDER TIME : 4:33 PM

2000003293552--8

ORDER NO. : 730377-010

CUSTOMER NO: 4349124

CUSTOMER: Megan Hutchinson, Paralegal
The Interpublic Group Of
1271 Avenue Of The Americas

New York, NY 10020

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DIVISION OF CORPORATIONS
00 JUN 16 PM 5:18

FOREIGN FILINGS

NAME: ZENTROPY PARTNERS, INC. *(C)*

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
DELETE CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

RECEIVED
00 JUN 16 AM 8:56
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

BT
6/16

**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.

1. ZENTROPY PARTNERS, 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. 95-4563096

(FEI number, if applicable)

4. DECEMBER 23, 1999

(Date of incorporation)

5. PERPETUAL

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

6. JUNE 1, 2000

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

7. 1201 BRICKELL AVE. #600

MIAMI, FL 33131

(Current mailing address)

8. WEB SITE DESIGN AND CONSULTING

(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

By: Vicki Schreiber Asst. V.P.

(Registered agent's signature)

Vicki Schreiber, Asst. V. P.

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: _____

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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. Theodore H. Paraskevas

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. THEODORE PARASKEVAS, SECRETARY

(Typed or printed name and capacity of person signing application)

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: ZENTROPY PARTNERS, 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:

MEGAN A. HUTCHINSON
(Name of Person)
THE INTERPUBLIC GROUP OF COMPANIES, INC.
(Firm/Company)
1271 AVENUE OF THE AMERICAS, 44TH FLOOR
(Address)
NEW YORK, NY 10020
(City/State/Zip)

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

MEGAN HUTCHINSON at (212) 399-8005
(Name of Person) (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

**Rider to the Zentropy Partners, Inc.
Application by Foreign Corporation for Authorization
To Transact Business in Florida**

Company Directors and Officers

Directors:

Ryan Magnussen
One Cambridge Center
Cambridge, MA 02142

John M. Connors III
One Cambridge Center
Cambridge, MA 02141

Sean F. Orr
1271 Avenue of the Americas
New York, NY 10020

John J. Dooner, Jr.
1271 Avenue of the Americas
New York, NY 10020

Gilbert Fuchsberg
1271 Avenue of the Americas
New York, NY 10020

Officers

President: Ryan R. Magnussen
One Cambridge Center
Cambridge, MA 02142

Vice President-Taxes: Arthur M. Mason
136 Madison Avenue
New York, NY 10017

Vice President, Treasurer: Steven D. Berns
136 Madison Avenue
New York, NY 10017

Secretary: Theodore H. Paraskevas
1271 Avenue of the Americas
New York, NY 10020

State of Delaware
Office of the Secretary of State

PAGE

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUN 16 AM 11:21

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ZENTROPY PARTNERS, 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 THIRTEENTH DAY OF JUNE, 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

3148545 8300

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AUTHENTICATION: 0494609
DATE: 06-13-00