

F00000005379

August 10, 2000

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: netMercury, 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:

William Elliston

(Name of Person)

Coblentz, Patch, Duffy & Bass, LLP

(Firm/Company)

222 Kearny Street, 7th Floor

(Address)

San Francisco, CA 94108-4510

(City/State/Zip)

w-20471

400003356154-5

-08/15/00--01017--007

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

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

Barry Reder

(Name of Person)

at ( 415 ) 772-5708

(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

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

00 SEP 26 PM 3:14

FILED

12/9/26

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COBLENTZ, PATCH, DUFFY & BASS, LLP

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AUTHOR'S DIRECT DIAL: (415) 677-5218

EMAIL: WJE@CPDB.COM

September 19, 2000

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WILLIAM F. MCCABE (1939-1983)  
ALLEN E. BROUSSARD (1929-1996)

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Division of Corporations  
Florida Department of State  
PO Box 6327  
Tallahassee, FL 32314-6327

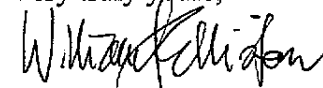
Re: netMercury, Inc.  
Ref. Number W00000020471

Dear Sir or Madam:

I enclose an original notarized Affidavit of Brent R. Krick submitted on behalf of netMercury, Inc., pursuant to its Application for Authorization To Transact Business and your letter of August 21, 2000 (Letter Number 900A00044671, copy attached).

Please proceed with the filing of the application and return the certified copy at your earliest convenience. If you have any questions, you can reach me at (415) 677-5218.

Very truly yours,



William J. Elliston  
Corporate Legal Assistant

/we

Enclosures

cc: Brent R. Krick  
Barry Reder

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

August 21, 2000

WILLIAM ELLISTON  
COBLENTZ, PATCH, DUFFY & BASS, LLP  
222 KEARNY STREET, 7TH FLOOR  
SAN FRANCISCO, CA 94108-4510

SUBJECT: NETMERCURY, INC.  
Ref. Number: W00000020471

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for NETMERCURY, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

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 \$4,615.00.

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a notarized affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501, 617.1501 or 608.502, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers  
Document Specialist


Letter Number: 900A00044671

AFFIDAVIT OF BRENT R. KRICK

The undersigned, being the Vice President-Operations of NetMercury, Inc. ("NetMercury"), hereby makes the following declarations pursuant to NetMercury's Application by Foreign Corporation for Authorization To Transact Business in Florida:

1. A statement indicating erroneous information was listed on the application; and
2. NetMercury, Inc., has not yet transacted business in Florida (See Florida Statutes section 607.1501(2)(i)).

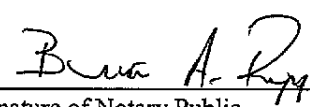
Dated: September 16, 2000

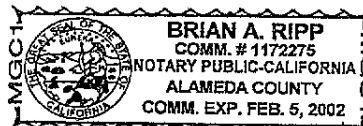
  
Brent R. Krick  
Vice President-Operations  
NetMercury, Inc.

STATE OF CALIFORNIA )  
COUNTY OF Alameda ) ss.

On Sept. 16 2000 (date), before me, Brian A. Ripp (Notary), a Notary Public in and for said State, personally appeared BRENT R. KRICK, personally known to me -or- proved to me on the basis of satisfactory evidence to be the person whose name is subscribed above and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person executed the instrument.

WITNESS my hand and official seal.

  
Signature of Notary Public



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MGCI SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**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. netMercury, 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. California 3. 77-0364592  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 8/26/93 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. September 1996  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 46840 Lakeview Boulevard  
Fremont, CA 94538  
(Current mailing address)

To engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California and which is permitted by the State of Florida other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.  
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: 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.*

BY: Lori Castaneda  
(Registered agent's signature)

Lori Castaneda, Assistant Vice President

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)

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TALLAHASSEE FLORIDA

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

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

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

~~XXXXXXXX~~ Director: Gary Hultquist

Address: 46840 Lakeview Blvd., Fremont, CA 94538

Director: Kenneth J. Smith

Address: 46840 Lakeview Blvd., Fremont, CA 94538

Director: Brent R. Krick

Address: 46840 Lakeview Blvd., Fremont, CA 94538

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

President: Terry Hollingshead

Address: 46840 Lakeview Blvd., Fremont, CA 94538

Vice President: Brent R. Krick

Address: 46840 Lakeview Blvd., Fremont, CA 94538

Secretary: Kenneth J. Smith

Address: 46840 Lakeview Blvd., Fremont, CA 94538

Treasurer: Ross Woolley

Address: 46840 Lakeview Blvd., Fremont, CA 94538

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**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. X [Signature]  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Brent R. Krick, VP-Operations  
(Typed or printed name and capacity of person signing application)

# State of California

## SECRETARY OF STATE

### CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 26th day of August, 19 93,

NETMERCURY, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

August 1, 2000



*Bill Jones*

Secretary of State

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SEC. OF STATE  
TALLAHASSEE FLORIDA