

F 00000006420

5.

LUTZ, WEBB & BOBO, P. A.  
LAWYERS

J. ALLEN BOBO  
JOHN R. DUNHAM, III  
DAVID D. EASTMAN  
JODY B. GABEL  
MARK A. HASKINS  
MARY R. HAWK  
DOUGLAS B. LUMPKIN  
H. ROGER LUTZ  
CHARLES W. TELFAIR, IV  
RICHARD S. WEBB, IV

ONE SARASOTA TOWER  
TWO NORTH TAMiami TRAIL  
FIFTH FLOOR  
SARASOTA, FLORIDA 34236  
TELEPHONE: (941) 951-1800  
TOLL FREE: (877) 951-1800  
FAX: (941) 366-1603  
E-MAIL: info@lutzwebb.com  
PLEASE REPLY TO: SARASOTA

TALLAHASSEE OFFICE:  
2135 DELTA BOULEVARD  
SUITE 210-B  
TALLAHASSEE, FLORIDA 32303  
TELEPHONE: (850) 521-0890  
TOLL FREE: (877) 521-0890  
FAX: (850) 521-0891

000003461390--1  
-11/13/00--01095--001  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

November 9, 2000

Via Federal Express

Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

Re: Vertetrak, Inc., a Delaware corporation

Gentlemen:

Enclosed please find Transmittal Letter, Application by Foreign Corporation for Authorization to Transact Business in Florida, and our firm's trust account check in the amount of \$87.50 with regards to the above-referenced corporation.

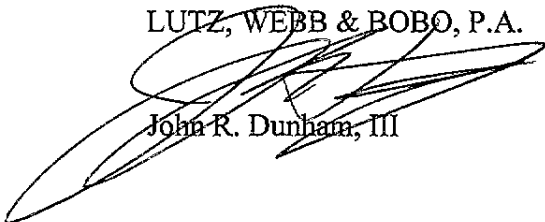
Also enclosed is a stamped self-addressed envelope for your convenience in returning the certificate of status and certified copy.

Should you have any questions or comments whatsoever regarding this application, please contact the undersigned immediately.

Thank you for your assistance in this matter.

Very truly yours,

LUTZ, WEBB & BOBO, P.A.



John R. Dunham, III

FILED  
NOV 9 AM 11 29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

mtu  
11/17

JRD/hb  
Enclosure  
cc: Karin Perkins

**TRANSMITTAL LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Vertetrak, 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:

John R. Dunham, III, Esq.  
(Name of Person)

Lutz, Webb & Bobo, P.A.  
(Firm/Company)

2 North Tamiami Trail, Suite 500  
(Address)

Sarasota, Florida 34236  
(City/State and Zip code)

For further information concerning this matter, please call:

John R. Dunham, III at ( 941 ) 951-1800 ext. 250  
(Name of Person) (Area Code & Daytime Telephone Number)

00 | NOV 13 AM 12: 29  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**  
Registration 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.*

1. Vertetrak, 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 3. 65-0839806  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. May 8, 1998 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 63 Sarasota Center Boulevard, Suite 104, Sarasota, Florida 34240  
(Principal office address)  
63 Sarasota Center Boulevard, Suite 104, Sarasota, Florida 34240  
(Current mailing address)

8. The purpose of the corporation is to engage in any lawful act or activity for which corporations may be authorized to transact in the State of Florida.  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

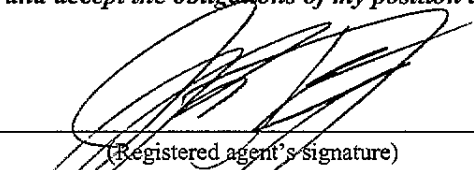
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: John R. Dunham, III

Office Address: 2 North Tamiami Trail, Suite 500  
Sarasota, Florida 34236  
(City) (Zip code)

FILED  
NOV 13 AM 12:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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.*

  
\_\_\_\_\_  
(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: John A. Servizio

Address: 3333 S. Atlantic Avenue

Daytona Beach, Florida 32118

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

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

Director: Karin A Perkins

Address: 6747 Old Ranch Road

Sarasota, Florida 34241

Director: \_\_\_\_\_

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

B. OFFICERS

President: Karin A. Perkins

Address: 6747 Old Ranch Road

Sarasota, Florida 34241

Vice President: John A. Servizio

Address: 3333 S. Atlantic Avenue

Daytona Beach, Florida 32118

Secretary: \_\_\_\_\_

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

Treasurer: \_\_\_\_\_

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

FILED  
00 NOV 13 AM 12:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

13. [Signature] Director, Chairman, Vice President, Karin A. Perkins, President, Director  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. John A. Servizio Karin A. Perkins, President, Director  
(Typed or printed name and capacity of person signing application)

*State of Delaware*  
*Office of the Secretary of State*

---

PAGE 1

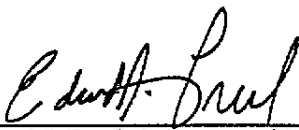
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VERTETRAK, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTH DAY OF NOVEMBER, A.D. 2000.

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

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

FILED  
00 NOV 13 AM 12: 29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



  
Edward J. Freel, Secretary of State

2894001 8300

AUTHENTICATION: 0781057

001562261

DATE: 11-08-00