

FOI 000000 1244⁷

TRANSMITTAL LETTER

To: Registration Section
Division of Corporations

SUBJECT: SubmitOrder, 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:

Melissa Cocci
(Name of Person)
SubmitOrder, Inc.
(Firm/Company)
7003 Post Road
(Address)
Dublin, OH 43016
(City/State/Zip)

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-02/26/01--01060--015
*****70.00 *****70.00

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

Melissa Cocci at (614) 659-8769
(Name of Person) (Area Code & Daytime Telephone Number)

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

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01 FEB 26 PM 11:26
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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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.*

1. Submit Order, 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. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. December 29, 2000 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. October 2, 2000
(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. a. 915 South Babcock St., Melbourne, FL 32901
(Principal office address)
- b. 7003 Post Road, Dublin, OH 43016
(Current mailing address)
8. Customer response for e-fulfillment
(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: CT Corporation System
- Office Address: 1200 South Pine Island Road
Plantation, FL, Florida 33324
(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.

Barbara A Burke
(Registered agent's signature)

BARBARA A. BURKE
SPECIAL ASSISTANT SECRETARY

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.

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TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Attached

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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TALLAHASSEE, FLORIDA

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

13. Jeffrey C. King
(Signature of Chairman) Signature _____
number 12 of the application)

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

**SubmitOrder, Inc.
Board of Directors**

James Barksdale
The Barksdale Group
2730 Sand Hill Road
Suite 100
Menlo Park, CA 94025
Phone: 650-235-5252
Fax: 650-234-5201
Assistant: Cathy Oledan

Norman S. Matthews
650 Madison Avenue
23rd Floor
New York, NY 10022
Phone: 212-308-5605
Fax: 212-308-5608
Assistant: Mimi Gina

Marc Bodnick
Silver Lake Partners
2725 Sand Hill Road
Building C - Suite 150
Menlo Park, CA 94025
Phone: 650-233-8133
Fax: 650-233-8125
Assistant: Megan Murray

David Roux
Silver Lake Partners
2725 Sand Hill Road
Building C - Suite 150
Menlo Park, CA 94025
Phone: 650-233-8122
Fax: 650-233-8125
Assistant: Liana Brewer

James A. Davidson
Silver Lake Partners
2725 Sand Hill Road
Building C - Suite 150
Menlo Park, CA 94025
Phone: 650-233-8130
Fax: 650-233-8125
Assistant: Janet Roselli

Dennis J. Spina
SubmitOrder
7003 Post Road
Dublin, OH 43016
Phone: 614-659-8605
Fax: 614-659-8748
Assistant: Jennifer Cherry

Richard S. Langdale
NCT Ventures
580 North Fourth St., 5th Floor
Columbus, OH 43215
Phone: 614-564-1045
Fax: 614-659-8770
Assistant: Kyna McCarley

Jimmy Wright
Diversified Retail Solutions
1913 North Walton Boulevard
Bentonville, AR 72712
Phone: 501-464-0642
Fax: 501-464-8041
Assistant: Jason Eads

Michael Marks
Flextronics International
2090 Fortune Drive
San Jose, CA 95131
Phone: 408-428-1320
Fax: 408-428-0859
Assistant: Theresa Escobar

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SECRETARY OF STATE
TALLAHASSEE, FL 32304

SubmitOrder, Inc. Officers Listing

Business office for the following officers is: 7003 Post Road, Dublin, Ohio 43016, unless otherwise noted.

Melissa S. Cocci, Assistant Secretary
392 Stewart Avenue
Columbus, OH 43206
Home Phone: (614) 449-8820
Office Phone: (614) 659-8769

Jeffrey C. King, Chief Administrative Officer and Secretary
8393 Davington Drive
Dublin, OH 43017
Home Phone: (614) 791-1936
Office Phone: (614) 659-8604

Daniel E. LaMorte, Chief Information Officer
3140 Kingsley Road
Shaker Heights, OH 44122
Home Phone: (216) 991-1793
Office Phone: (614) 659-8609

Richard Langdale, Chairman of the Board of Directors
8621 Kirkhill Court
Dublin, OH 43017-9610
Home Phone: (614) 799-2332
Office Phone: (614) 561-1045
Business Address:
NCT Ventures/Retail Planning Associates
580 North Fourth Street, 5th Floor
Columbus, OH 43215

Salvatore Quadrino, Chief Financial Officer and Treasurer
4 Deer Run
Pomona, NY 10970
Home Phone: (845) 354-4929
Office Phone: (614) 659-8670

Dennis J. Spina, Chief Executive Officer and President
5433 Asherbrand Lane
Dublin, OH 43017
Home Phone: (614) 336-1574
Office Phone: (614) 659-8605

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SECRETARY OF STATE
TALAMON, JEFFREY A.

John Zimmer, Corporate Controller and Assistant Treasurer
3178 Montclair Avenue
Lewis Center, OH 43035
Home Phone: (740) 549-1494
Office Phone: (614) 659-8672

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01/03/2001 09:41 FAX 614 464 2248
JAN-02-2001 TUE 02:55 PM

VSS&P COLS.

FAX NO.

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P. 02

FROM CORPORATION TRUST-DOVER, DE 302-674-8340 (TUE) 1. 2'01 16:24/ST. 16:21/NO. 4260103942 P 2

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 THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES;

"SUBMITORDER.COM, INC.", A OHIO CORPORATION,

WITH AND INTO "SUBMITORDER, INC." UNDER THE NAME OF
"SUBMITORDER, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER
THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS
OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2000, AT 4:30
O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE
NEW CASTLE COUNTY RECORDER OF DEEDS.

FILED
01 FEB 26 PM 11:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION: 0888394

DATE: 01-02-01