



FOI 0000001316

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Register of Copyrights
February 13, 2001
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1200 Nineteenth Street, N.W.
bcc: Mark Sulavka
Washington, D.C. 20036-2430
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PHONE (202) 861-3900
FAX (202) 223-2085

WRITER'S INFORMATION
Keefe L. Johnson,
Paralegal
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PHONE 202-689-7119
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February 20, 2001

FEDERAL EXPRESS

Florida, Secretary of State
Qualification/Tax Lien Section
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

500003745415--9
-02/21/01--01075--001
*****70.00 *****70.00

Re: PrimeShot Corporation

W61-4182

To Whom It May Concern:

- On behalf of PrimeShot Corporation, a Delaware Corporation, I am enclosing for filing the following items, an Application by Foreign Corporation for Authorization to Transact Business in Florida, a certificate of existence and our check in the amount of \$70 payable to "Florida Department of State." Please file this document at your earliest convenience.

Please do not hesitate to contact me directly at (202) 689-7119, if you require any additional information.

Sincerely,

Keefe L. Johnson
Paralegal

Enclosures

cc: Robert McKay

FILED
01 MAR -9 AM 8:15
SECRETARY OF STATE
TALLAHASSEE, FL 32399

umt
3/9



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 22, 2001

PIPER MARBURY RUDNICK ET AL
1200 19TH STREET NW
WASHINGTON, DC 20036-2430

SUBJECT: PRIMESHOT CORPORATION
Ref. Number: W01000004182

We have received your document for PRIMESHOT CORPORATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 201A0001479

FILED
01 MAR -9 AM 8:15
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. PrimeShot Corporation
(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. 54-1947955
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 24, 2000 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. January 29, 2001
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1120 Vermont Avenue, N.W., Suite 200, Washington, D.C. 20005
(Current mailing address)
8. General Business
(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, 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.

CT Corporation System

[Signature]
(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: Michael S. Niccolini

Address: 1120 Vermont Avenue N.W., Suite 200, Washington, D.C. 20005

Vice Chairman: _____

Address: _____

Director: Michael Eisenberg

Address: c/o Isreal Seed Partners, 64 Emek Refaim, Jeruśalem, Israel

Director: David L. Holder

Address: 1120 Vermont Avenue N.W., Suite 200, Washington, D.C. 20005

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

President: Michael S. Niccolini

Address: 1120 Vermont Avenue, N.W., Suite 200, Washington, D.C. 20005

Vice President: _____

Address: _____

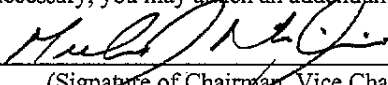
Secretary: David L. Holder

Address: 1120 Vermont Avenue, N.W., Suite 200, Washington, D.C. 20005

Treasurer: _____

Address: _____

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. Michael S. Niccolini, President

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

FILED
MAR -9 AM 8:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PRIMESHOT CORPORATION" 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 FIFTEENTH DAY OF FEBRUARY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
01 MAR -9 AM 8:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3251827 8300

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AUTHENTICATION: 0974739

DATE: 02-15-01