

# F01000000/1686

TO: Registration Section  
Division of Corporations

SUBJECT: Cad-Tech, Inc. d/b/a in Florida as Cad-Tech of Texas, 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:

Kari L. Arneil  
(Name of Person)

Thompson & Knight, L.L.P.  
(Firm/Company)

98 San Jacinto Blvd., Suite 1200  
(Address)

Austin, Texas 78701  
(City/State and Zip code)

For further information concerning this matter, please call:

Kari L. Arneil at (512) 469-6100  
(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

X \$78.75 Filing Fee &  
Certified Copy

\$87.50 Filing Fee,  
Certificate of Status &  
Certified Copy

800003747488--1  
-02/22/01--01074--006  
\*\*\*\*78.75 \*\*\*\*78.75

800003747488--1  
-03/28/01--01003--009  
\*\*\*1150.00 \*\*\*1150.00

F01-1686  
JR

## TRANSMITTAL LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Cad-Tech, Inc. d/b/a in Florida as Cad-Tech of Texas, Inc.  
(Name of corporation – must include suffix)

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FILED  
01 MAR 27 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W01-2868



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

February 23, 2001

KARI ARNEIL  
98 SAN JACINTO BLVD., SUITE 1200  
AUSTIN, TX 78701

SUBJECT: CAD-TECH OF TEXAS, INC.  
Ref. Number: W01000002868

We have received your document for CAD-TECH OF TEXAS, 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 \$1150.00.

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) 487-6020.

Tammi Cline  
Document Specialist

Letter Number: 501A00011416

FILED  
21 MAR 27 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

February 6, 2001

KARI ARNEIL  
98 SAN JACINTO BLVD., SUITE 1200  
AUSTIN, TX 78701

SUBJECT: CAD-TECH OF TEXAS, INC.  
Ref. Number: W01000002868

We have received your document for CAD-TECH OF TEXAS, 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:

Please sign and return your check along with this document in order to complete your filing.

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 \$1,150.00.

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) 487-6020.

Tammi Cline  
Document Specialist

Letter Number: 901A00007323

FILED  
21 MAR 27 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# THOMPSON & KNIGHT

L.L.P.

ATTORNEYS AND COUNSELORS

1200 SAN JACINTO CENTER  
98 SAN JACINTO BOULEVARD  
AUSTIN, TEXAS 78701-4081  
(512) 469-6100  
FAX (512) 469-6180  
www.tklaw.com

DIRECT DIAL:

(512) 469-6158

E-Mail: [pottsk@tklaw.com](mailto:pottsk@tklaw.com)

AUSTIN  
DALLAS  
FORT WORTH  
HOUSTON  
MONTERREY, MEXICO

February 20, 2001

Katherine Harris, Secretary of State  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Attn: Tammi Cline, Document Specialist

Re: Florida Department of State Filing for Cad-Tech of Texas, Inc.  
Application by Foreign Corporation for Authorization to Transact Business in  
Florida

Dear Ms. Cline:

As per the attached returned request, enclosed is a copy of the letter from Tammi Cline, Document Specialist, a copy of the Application by Foreign Corporation for Authorization to Transact Business in Florida, Certificate of Good Standing and a signed check in the amount of \$78.75. Please go forward with the filing of this document, returning a file-marked copy of this letter for verification purposes in the envelope provided.

If you need additional information or if I can be of further assistance, please do not hesitate to contact me directly at (512) 469-6158.

Sincerely,

*Kari A. Potts*

Kari A. Potts

KAP/dm  
Enclosure

066836 000003 Austin 152927.1

FILED  
01 MAR 27 PM 5:09  
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. Cad-Tech, Inc. d/b/a in Florida as Cad-Tech of Texas, 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. Texas  
(State or country under the law of which it is incorporated)
3. 74-2714632  
(FEI number, if applicable)
4. June 2, 1994  
(Date of incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. June 16, 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. 11875 High Tech Ave., Orlando, FL 32817  
(Principal office address)
8. To transact any or all lawful 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:

Rocco Calvello

Office Address:

11875 High Tech Ave.  
Orlando, Florida 32817

## 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.

FILED  
01 MAR 27 PM 5: 09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Abimael Corral

Address: 8910 Research Blvd., Suite A-1, Austin, Texas 78758

Vice Chairman: N/A

Address: N/A

Director: Charles McGarry

Address: 18960 San Carlos, Fountain Valley, CA 92708

Director: Mari McGarry

Address: 18960 San Carlos, Fountain Valley, CA 92708

B. OFFICERS

President: Abimael Corral

Address: 8910 Research Blvd., Suite A-1, Austin, TX 78758

Vice President: Charles McGarry

Address: 18960 San Carlos, Fountain Valley, CA 92708

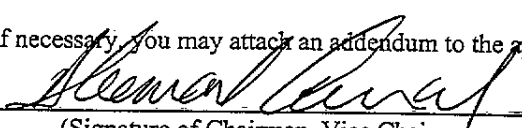
Secretary: Mari McGarry

Address: 18960 San Carlos, Fountain Valley, CA 92708

Treasurer: Mari McGarry

Address: 18960 San Carlos, Fountain Valley, CA 92708

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. Abimael Corral, President

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

066836 00000 Austin 146972.1

FILED  
01 MAR 27 PM 5:00  
SECRETARY OF STATE  
TAMPA, FLORIDA

**CAB-TECH, INC.**

**UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS  
IN LIEU OF SPECIAL MEETING**

The undersigned, being all of the members of the Board of Directors of Cad-Tech, Inc., a Texas corporation (the "Corporation"), and being the persons who would be entitled to vote on the following matters if a special meeting of the Board of Directors of the Corporation were held for such purpose, waive any and all requirements for calling, giving notice of and holding a special meeting of the Board of Directors of the Corporation and hereby consent, pursuant to Article 9.10B of the Texas Business Corporation Act, to the adoption of the following resolutions:

Relating to Adoption of Assumed Name

WHEREAS, the Corporation is filing an Application by Foreign Corporation for Authorization to Transact Business in Florida (the "Application") with the Secretary of State of Florida;

WHEREAS, the Corporation must adopt an assumed name pursuant to the Application;

RESOLVED, the Corporation hereby adopts "Cad-Tech" as its assumed name pursuant to the Application. OF TEXAS, Inc.

Relating to Ratification of Prior Acts

RESOLVED, that all acts heretofore taken or performed by the proper officers, employees and agents of the Corporation in connection with the resolutions set forth above be, and the same hereby are, ratified, approved and confirmed as the acts of the Corporation to the same extent as if each such act had been submitted to and authorized by this Board of Directors prior to its performance.

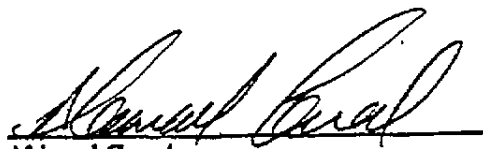
Relating to Further Authorization


RESOLVED, that the proper officers of the Corporation are hereby authorized and directed to take or cause to be taken all such further action and to sign, execute, acknowledge, certify, deliver, accept, record and file all such further instruments, in the name and on behalf of the Corporation, as in their judgment shall be necessary, desirable or advisable in order to carry out the intent, and to accomplish the purposes of the foregoing resolutions.

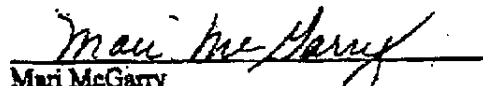
FILED  
27 MAR 27 PM 5:00  
SECRETARY OF STATE  
TREASURY



IN WITNESS WHEREOF, the undersigned have executed this Consent as of the 28 day of  
November, 2000.

  
Abimael Corral

  
Charles McGarry

  
Mari McGarry



# The State of Texas

## SECRETARY OF STATE

IT IS HEREBY CERTIFIED that  
Articles of Incorporation of

CAD-TECH, INC.  
File No. 1314838-00

were filed in this office and a certificate of incorporation was issued to this corporation,  
and no certificate of dissolution is in effect and the corporation is currently in existence.

*IN TESTIMONY WHEREOF, I have hereunto  
signed my name officially and caused to be  
impressed hereon the Seal of State at my office in  
Austin, Texas on November 15, 2000.*



Elton Bomer  
Secretary of State DAE