

CT CORPORATION SYSTEM

F010000003465

CORPORATION(S) NAME

(1) InterAct International, Inc.

(2) InterAct Technologies, Inc.

(3) InterAct Holdings, Inc.

(4) Recoton Mobile Electronics, Inc.

(5) Recoton Accessories, Inc.

FILED
01 JUN 27 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☒ Profit

☐ Amendment

☐ Merger

☐ Nonprofit

☒ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Reinstatement

☒ Limited Partnership

☐ Annual Report

☐ Other

☐ LLC

☐ Name Registration

☐ Change of RA

☐ Fictitious Name

☐ UCC

☒ Certified Copy

☐ Photocopies

☐ CUS

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

RECEIVED
01 JUN 27 AM 11:13
DIVISION OF CORPORATION

Name

6/27/01

Availability _____

Document

Examiner _____

Updater _____

Verifier _____

W.P. Verifier _____

101900039341

BK

Order#: 4618712

000004447680--2

-06/27/01--01018--021

*****78.75 *****78.75

Ref#: _____

Amount: \$ _____

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 27, 2001

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: INTERACT TECHNOLOGIES, INC.
Ref. Number: W01000014908

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01 JUN 29 PM 1:23
DIVISION OF CORPORATION

dlb1a
InterAct Technologies
of Delaware

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for INTERACT TECHNOLOGIES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$78.75.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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) 487-6051.

Buck Kohr
Corporate Specialist

Letter Number: 601A00038782

* Please backdate Filing to:

June 27th.

Thank You!


INTERACT TECHNOLOGIES, INC. CERTIFICATE OF SECRETARY

I, Joseph H. Massot, hereby certify that I am the duly elected, qualified and acting Secretary of InterAct Technologies, Inc., a Delaware corporation (the "Company"), and that, as such, I have access to the corporate records of the Company and am familiar with the matters herein certified, and I am authorized to execute and deliver this certificate in the name and on behalf of the Company, and that the following resolution was duly adopted by the Board of Directors of the Company on June 28, 2001 and such resolution is in full force and effect on and as of the date hereof, not having been amended, modified, revoked or rescinded:

RESOLVED, that InterAct Technologies, Inc. is authorized to qualify to conduct business in the State of Florida under the assumed name of InterAct Technologies of Delaware, Inc. and any officer of the Corporation is authorized to sign the appropriate documents to effect such qualification under such name.

IN WITNESS WHEREOF, I have executed this certificate in the name and on behalf of the Company as of June 28, 2001

INTERACT TECHNOLOGIES, INC.

By: 
Name: Joseph H. Massot
Title: Secretary

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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. InterAot Technologies, 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

(State or country under the law of which it is incorporated)

3.

59-3726881

(FEI number, if applicable)

4. June 15, 2000

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. upon filing

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 617.155, F.S.)

7. c/o Racoon Corporation, 2950 Lake Emma Drive, Lake Mary, FL 32746

(Current mailing address)

8. any 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: C.T. 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.

C.T. Corporation System

(Registered agent's signature)

Patrick A. Nolan
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.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

FLA19-02277 C.T. System change

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TALLAHASSEE, FLORIDA

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)Chairman: Robert L. BorchardtAddress: 2950 Lake Emma Road, Lake Mary, FL 32746

Director

Vice Chairman: Stuart MontAddress: 2950 Lake Emma Road, Lake Mary, FL 32746Director: Joseph H. MassotAddress: 2950 Lake Emma Road, Lake Mary, FL 32746Director: Arnold KezsbomAddress: 2950 Lake Emma Road, Lake Mary, FL 32746**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**President: Robert L. BorchardtAddress: 2950 Lake Emma Road, Lake Mary, FL 32746Vice President: Stuart MontAddress: 2950 Lake Emma Road, Lake Mary, FL 32746Secretary: Joseph H. Massot (and a Vice President)Address: 2950 Lake Emma Road, Lake Mary, FL 32746Treasurer: Arnold Kezsbom (and a Vice President)Address: 2950 Lake Emma Road, Lake Mary, FL 32746

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

13.

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

ARNOLD KEZSBOM, VICE PRESIDENT AND TREASURER
(Typed or printed name and capacity of person signing application)FILED
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TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INTERACT TECHNOLOGIES, 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 TWENTY-SECOND DAY OF JUNE, A.D. 2001.

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

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

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SECRETARY OF STATE
DELAWARE



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3245378 8300

AUTHENTICATION: 1205926

010301748

DATE: 06-22-01