

CT CORPORATION SYSTEM

F01000004934

CORPORATION(S) NAME

LightSurf Technologies, Inc.

FILED
01 SEP 18 AM 10:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BK

RECEIVED
01 SEP 18 PM 3:32
DIVISION OF CORPORATION

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of RA |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Photocopies | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Call If Problem | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | <input type="checkbox"/> Will Wait | |

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

9/18/01

Order#: 4793378

100004597551--2

-09/19/01--01001--012

Ref#: *****70.00 *****70.00

Amount: \$ _____

*Mrs.
Today's Date
Acars*

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



FILED
01 SEP 18 AM 10:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 18, 2001

Florida Secretary of State
Tallahassee, Florida

Re: Request to Waive Penalty for Failing to Register in Florida

Dear Sir/Madam:

LightSurf Technologies, Inc. is a California technology company. The company was formed in 1998 and currently has about 70 employees in our California headquarters.

In May of 2000, we hired a group of programmers who, for personal reasons, requested to work in Florida. Last year we leased a small office in Plantation for these 11 employees. This is strictly a development site.

LightSurf has obtained all appropriate local permits and licenses from Broward County. Although we do not derive any income from this site, we are currently in the process of preparing appropriate tax returns for Florida. Being a small company with limited administrative personnel, we simply were not aware until last week that we had to register with the Florida Secretary of State to qualify to do business in Florida.

LightSurf is a young company, still in its start-up phase. Since our failure to apply for registration in Florida was inadvertent and we have taken steps to remedy this failure at the first opportunity, we respectfully request that you consider waiving the \$1,000 penalty for failure to register in 2000.

We have obtained the services of CT Corporation as our registered agent in Florida, so this situation will never occur again.

Thank you for your consideration.

Sincerely,

Linda Wallraff
Contracts Manager

OKAY

PER

GH

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

FILED
01 SEP 18 AM 10:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. LightSurf 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. California
(State or country under the law of which it is incorporated)
3. 77.0507080
(FEI number, if applicable)
4. September 10, 1998
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. May 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. 110 Cooper St., 4th Floor, Santa Cruz, CA 95060
(Principal office address)
110 Cooper St., 4th Floor, Santa Cruz, CA 95060
(Current mailing address)
8. Software Development
(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
(City) (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.

Connie Bryan Connie Bryan, Florida Stat. Reg.
(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: Philippe Kahn
Address: 110 Cooper St., 4th Floor
Santa Cruz, CA 95060

Vice Chairman: _____

Address: _____

Director: Stanley J. Meresman
Address: 110 Cooper St., 4th Floor
Santa Cruz, CA 95060

Director: Gene Flath
Address: 110 Cooper St., 4th Floor
Santa Cruz, CA 95060

B. OFFICERS

President: Sonia Lee
Address: 110 Cooper St., 4th Floor
Santa Cruz, CA 95060

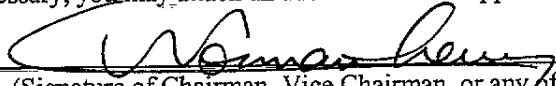
Vice President: Norman Cheung
Address: 110 Cooper St., 4th Floor
Santa Cruz, CA 95060

Secretary: Sonia Lee
Address: 110 Cooper St., 4th Floor, Santa Cruz, CA 95060

Treasurer: Norman Cheung
Address: 110 Cooper St., 4th Floor, Santa Cruz, CA 95060

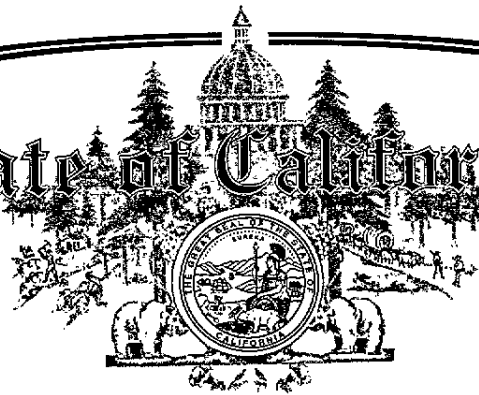
FILED
01 SEP 18 AM 10:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. Norman Cheung, Vice President
(Typed or printed name and capacity of person signing application)

State of California



SECRETARY OF STATE CERTIFICATE OF STATUS DOMESTIC CORPORATION

FILED
01 SEP 18 AM 10:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the **9TH day of SEPTEMBER, 1998, LIGHTSURF TECHNOLOGIES, INC.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

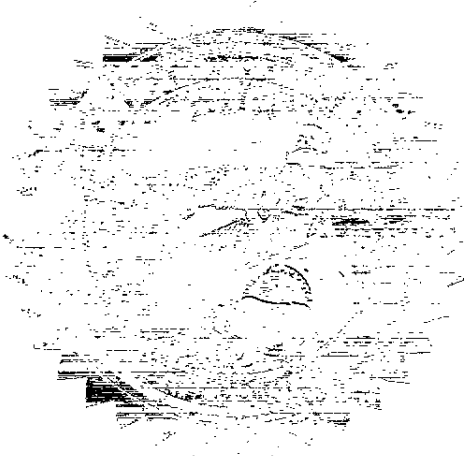
That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this day
of September 17, 2001.



Bill Jones
BILL JONES
Secretary of State