

CT CORPORATION SYSTEM

F01000006251

FILED
01 DEC -5 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

ShipXact.com, Inc.

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8000004712058-1
-12/06/01-01061-007
*****78.75 *****78.75

RECEIVED
01 DEC -5 AM 11:43
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

W010000027741

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

Name 12/5/01

Order#: 4960948

Availability

Document

Examiner

Updater

Verifier

W.P. Verifier

CF - 7000
CERT 8.75

Ref#: _____

Amount: \$ _____

BK

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

JK



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 5, 2001

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: SHIPXACT.COM, INC.
Ref. Number: W01000027741

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TALLAHASSEE, FLORIDA

Please note that NO PAYMENT was received with this filing, that the documents are being returned UNFILED, and that NO PAYMENT HAS BEEN RETAINED.

Please resubmit your documents with the correct fees, signatures, and a DELAWARE certificate of existence.

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) 245-6914.

Buck Kohr
Corporate Specialist

Letter Number: 601A00064371

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TALLAHASSEE, FLORIDA

Thanks so much Buck! I need this backdated and
filed, return w/ cvs.

Thanks again!
Laura

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: SHIPXACT.COM, 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:

Leigh Garner, Paralegal

(Name of Person)

Sutherland Asbill & Brennan LLP

(Firm/Company)

999 Peachtree Street, Suite 2300

(Address)

Atlanta, Georgia 30309

(City/State and Zip code)

For further information concerning this matter, please call:

Leigh Garner

(Name of Person)

at (404) 853-8504

(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

**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. ShipXact.com, 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. 58-2440263
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. January 14, 1999 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(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. 6600 Best Friend Road, Norcross, GA 30071
(Principal office address)
- Same as above.
(Current mailing address)

8. To engage in 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: CT Corporation Systems

Office Address: 1200 South Pine Island Road

Plantation, 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

(Registered agent's signature)

CONNIE BRYAN
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.

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

A. DIRECTORS

Chairman: Clarke H. Bailey

Address: Suite 170, 1311 Mamaroneck Avenue White Plains, New York 10605

ADDITIONAL DIRECTORS: (all at same address as above)

Thomas Bickes

David Florence

Clark Keough

Richard Niglio

Ralph Perullo

James Reiss, Jr.

Alan Shapiro

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: Clarke H. Bailey

Address: Suite 170, 1311 Mamaroneck Avenue
White Plains, NY 10605

Vice President: Thomas K. Burke

Address: 6600 Best Friend Road
Norcross, GA 30071

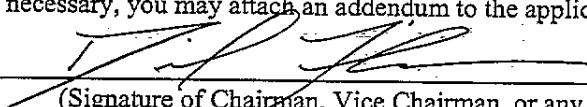
Secretary: David Friedman

Address: Suite 170, 1311 Mamaroneck Avenue White Plains, NY 10605

Treasurer: David Friedman

Address: Suite 170, 1311 Mamaroneck Avenue White Plains, NY 10605

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. David Friedman, Secretary and Treasurer
(Typed or printed name and capacity of person signing application)

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 "SHIPXACT.COM, 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 THIRD DAY OF DECEMBER, A.D. 2001.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2992870 8300

AUTHENTICATION: 1476493

010612003

DATE: 12-03-01