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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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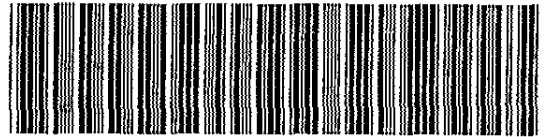
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FPC

W03-31120

Office Use Only

FF \$70
98+99 PF \$1,000



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04 JAN 16 AM 10:44

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: IP.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:

John P. McCabe

(Name of Person)

IP.com, Inc.

(Firm/Company)

190 Lullis Garden Drive

(Address)

West Henrietta, NY 14586

(City/State and Zip code)

For further information concerning this matter, please call:

John P. McCabe

(Name of Person)

at (585) 427-8180 x101

(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



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 25, 2003

JOHN P. MCCABE
IP.COM, INC.
150 LUCIUS GORDON DRIVE
WEST HERMITAGE, NY 14586

SUBJECT: IP.COM, INC.
Ref. Number: W03000031120

We have received your document for IP.COM, INC. 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 name of your corporation is not available in Florida. An out-of-state corporation whose name is not available must adopt an alternate corporate name for use in Florida. The alternate corporate name must contain "Incorporated," "Company," "Corporation," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp." Please enter the alternate corporate name in the space provided in number one of the application.

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 \$5,750.00.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

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) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 003A00058220



150 Lucius Gordon Drive • West Henrietta, NY 14586 • phone ~~716~~.427.8180 • fax ~~716~~.427.8183
585 585

November 19, 2003

Ms. Michelle Hodges
Document Specialist
Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314
Letter Number: 003A00058220

Dear Ms. Hodges,

I am writing this letter in response to a recent notification and follow up letter from the State of Florida regarding our registration in Florida.

IP.com, Inc. was formed in the state of New York in March 2000 and began operations on May 5, 2000. When the Company began operations we had one employee in Florida and we later added another. During the first few months of the Company's operations we set about applying to do business in the various states where we had employees. We completed what we thought were all the necessary applications and filed them, including Florida.

In mid 2002, I read some articles on companies that had failed to file the necessary forms in various states and had incurred substantial penalties for failure to register. In order to ensure we were properly filed and registered in all of the states where we did business (and to make sure we did not accidentally miss anything) I engaged the Corporation Service Company (CSC) to contact each of our states and obtain a certificate of good standing. In July 2002, through CSC, I received the attached certificate from the State of Florida confirming, what appeared at the time to be, proper registration and filings.

A few months ago, I received notice from your office that we were not registered in Florida. At the time, I assumed that there was a filing that we had missed by accident and completed the forms that were sent. I then received your letter dated October 25, 2003 notifying me of changes that needed to be made to the form and also informing me that a penalty of \$5,750.00 was due as a result of our failure to file. Since I thought we were properly registered, I was very surprised by this penalty. As a next step, I examined the certificate of good standing that I received from your office last year. As you can see on the enclosed certificate, the name on the certificate is essentially the same, we are IP.com,

Inc. and the form is for IP-com, Inc. and the date of the filing, October 25, 2000, coincided with the time frame when we were filing in the various states. I realize now that the expression "organized under the laws of the State of Florida" should have been an indication that something was not right, but to the untrained eye (mine) I thought this meant the day that we were registered in Florida. Upon receiving and reviewing this certificate, I thought we were properly filed in Florida. From reading your recent letter, I now realize that there is a different company which was incorporated on October 25, 2000, named IP-com, Inc. and that this is not us.

Our lack of proper registration is not intentional and was done in error. We have tried to ensure that we were compliant in each of the states where we operate. As an example, we have filed tax returns in the State of Florida since 2000. I thought that we were properly registered in Florida, when it turned out we were not. I apologize for the oversight.

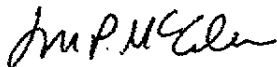
Due to the above circumstance, I am writing to you to respectfully request that any penalties associated with our lack of filing be waived. We are happy to pay the normal and recurring filing and/or registration fees.

I have also enclosed the completed registration form with corrections. I have also engaged CSC to act as our agent in Florida and I have completed the relevant information.

I would be happy to speak to someone about the above circumstances if necessary.

Thank you.

Best Regards,



John P. McCabe
Chief Financial Officer
IP.com, Inc.



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

December 6, 2003

JOHN P. MCCABE
IP.COM, INC.
150 LUCIUS GORDON DRIVE
WEST HERNRIETTA, NY 14586

SUBJECT: IP.COM, INC.
Ref. Number: W03000031120

We have received your document for IP.COM, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Based on the information you have provided, this office offers to settle the issue of non-qualified penalty and annual report fees for the sum of \$1,000.00. However, this offer will expire in 60 days. To take advantage of this offer, we must receive the total amount due prior to the expiration date.

If you have any questions concerning the filing of your document, please call (850) 245-6911.

Brenda Tadlock
Senior Section Administrator

Letter Number: 003A00065750

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. IP.com, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. New York

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

3. 16-1586636

(FEI number, if applicable)

4. 03/28/00

(Date of incorporation)

5. perpetual

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

6. 05/04/00

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 617.155, F.S.)

7. 150 Lucius Gordon Drive, West Henrietta, NY 14586

(Principal office address)

150 Lucius Gordon Drive, West Henrietta, NY 14586

(Current mailing address)

8. We have a software developer working out of his home office.

(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: Corporation Service Company

Office Address: 1201 Eave Street

Tallahassee

(City)

Florida 32301

(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.

Corporation Service Company

Maria Bermudez, asst vice president

(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:

04 JAN 16 AM 10:44
FILED
TALLAHASSEE FLORIDA

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

A. DIRECTORS

Chairman: Reuben Anspitz

Address: 1100 Chase Square
Rochester, NY 14604

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Thomas J. Colson

Address: 150 Lewis Gordon Drive
West Henrietta, NY 14586

Vice President: _____

Address: _____

Secretary: John P. McCabe

Address: 150 Lewis Gordon Drive, West Henrietta, NY 14586

Treasurer: John P. McCabe

Address: _____

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

13. John P. McCabe
(Signature of Director or Officer listed in number 12 of the application)

14. John P. McCabe, CEO, Secretary, Treasurer
(Typed or printed name and capacity of person signing application)

State of New York | **ss:**
Department of State

I hereby certify, that the Certificate of Incorporation of IP.COM, INC. was filed on 03/28/2000, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation. I further certify the following:

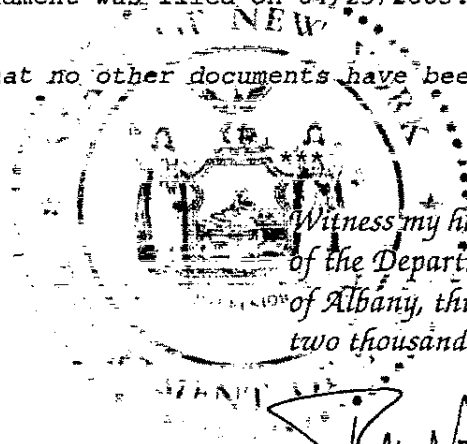
A Certificate of Amendment was filed on 07/14/2000.

A Certificate of Amendment was filed on 10/01/2001.

A Biennial Statement was filed 04/11/2002.

A Certificate of Amendment was filed on 04/25/2003.

I further certify, that no other documents have been filed by such Corporation.



Witness my hand and the official seal
of the Department of State at the City
of Albany, this 30th day of September
two thousand and three.

Secretary of State