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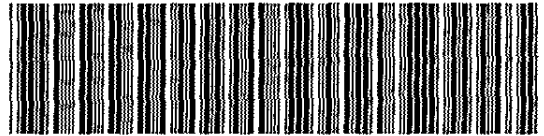
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Penalty

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: ARBORTEXT, 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:

~~Chene Van Allen~~ Karen Sharplin
(Name of Person)

Arbortext, Inc.
(Firm/Company)

1000 Victors Way
(Address)

Ann Arbor, MI 48108
(City/State and Zip code)

For further information concerning this matter, please call:

Karen Sharplin
~~Chene Van Allen~~ at (734) 997-0200
(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 Authority ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE



Arbortext, Inc.
1000 Victors Way
Ann Arbor, MI 48108
USA

Tel: +1 734.997.0200
Fax: +1 734.997.0201
www.arbortext.com

March 29, 2004

Florida Department of State
Division of Corporations
Attention: Diane Cushing
PO Box 6327
Tallahassee, FL 32314

Dear Diane,

In early March 2004, Arbortext submitted an application to transact business in Florida. (We submitted this application in response to a letter we received from your office, dated September 19, 2003.) On March 22, 2004, we received the attached letter from your office, which defined a penalty due in the amount of \$6,900.00 for improperly transacting business in Florida prior to qualification to do business in the state. Per review of our application, we noticed that we made an error. In the application, we noted that we started to transact business in Florida on April 1, 1998. This was a mistake. Arbortext has not transacted business within the state of Florida. Arbortext has a single sales representative who solicits software orders from customers in Florida. The orders require acceptance from the Company's headquarters in Ann Arbor, Michigan, before they become contracts. All orders are shipped out of Michigan as well. Therefore, under Florida Statute Section 607.1501, item 2f, Arbortext has not transacted business in Florida. This letter serves as an Affidavit to the above.

Please call Karen Sharplin, Controller of Arbortext, at 734-327-6990, should you have any questions. Otherwise, we expect this resolves any outstanding issues regarding our previously submitted application.

Sincerely,

Dave Peralta
Chief Financial Officer
Arbortext, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Subscribed and sworn before me, on March 29, 2004.

LYNNE BRITTON
Notary Public, Washtenaw County, MI
My Commission Expires Jan 27, 2005



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 18, 2004

KAREN SHARPLIN
ARBORTEX, INC.
1000 VICTORS WAY
ANN ARBOR, MI 48108

SUBJECT: ARBORTEXT, INC.
Ref. Number: W04000010931

We have received your document for ARBORTEXT, 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 \$6,900.00.

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) 245-6913.

Diane Cushing
Document Specialist

Letter Number: 704A00018123

**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. Arbortext, 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. Delaware 3. 38-2440434
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12-20-1982 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. April 1, 1998
(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. 1000 Victoria Way - Ann Arbor, MI 48108
(Principal office address)

Same
(Current mailing address)

8. Software Sales
(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 Services

Office Address: CT Corp Service
1200 S. Pine Island Rd.
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.

Claudia L. Saari

(Registered agent's signature)

Claudia L. Saari
Asst. 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

Director/Chairman: Pranod Hagne

Address: 525 University Ave Ste 800
Palo Alto, CA 94302-1922

Vice Chairman: _____

Address: _____

Director: Alessandro Pini

Address: 1166 Avenue of the Americas
New York, NY 10036

Director: Hugo Braun

Address: 230 South Fifth St
Ann Arbor, MI 48104

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. OFFICERS

President: Raymond Schiavone

Address: 908 Arboratum Dr.
Saline, MI 48176

Vice President: David Peralta

Address: 17806 Myran St. Bldg 149
Livonia, MI 48152

Secretary: James Haggarty

Address: 390 Burr Oak Dr. Ann Arbor, MI 48103

Treasurer: _____

Address: _____

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

13. 

(Signature of Director or Officer listed in number 12 of the application)

14. DAVID PERALTA, CFO

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

Delaware

The First State

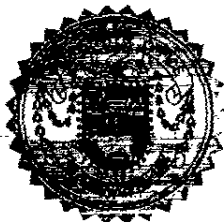
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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ARBORTEXT, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWELFTH DAY OF FEBRUARY, A.D. 2004.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

0950430 8300

AUTHENTICATION: 2928141