

F05000006882

00855-00734-02943 \$ 1,150.00 Pen fee

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

F05-6882

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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11/23

FPC

W05-48270

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PF/AR.5 - \$650.00



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10/19/05--01043--002 \*\*70.00

11/23/05--01001--015 \*\*650.00

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## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Whale Communications, 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:

Galit Baron  
(Name of Person)  
Whale Communications, Inc.  
(Firm/Company)  
400 Kelby street, 15<sup>th</sup> Floor  
(Address)  
Fort Lee, NJ 07024  
(City/State and Zip code)

For further information concerning this matter, please call:

Galit Baron at (201) 292-1502  
(Name of Person) (Area Code & Daytime Telephone Number)

**STREET/COURIER ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**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 21, 2005

GALIT BARON  
WHALE COMMUNICATIONS, INC.  
400 KELBY STREET, 15TH FLOOR  
FORT LEE, NJ 07024

SUBJECT: WHALE COMMUNICATIONS, INC.  
Ref. Number: W05000048270

We have received your document for WHALE COMMUNICATIONS, 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:

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 \$1,150.00.

Please return 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: 105A00064208



Friday, October 28, 2005

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Attn: Michelle Hodges

**Subject: Whale Communications, Inc.**  
**Ref. Number: W05000048270**

Dear Ms. Hodges

We are replying to your letter from October 21, 2005 in regards to Whale's late submission of registration forms:

Whale Communications is a NJ located Start-Up Company, we do not have an office or a representative in Florida. Once having a customer in Florida, we registered to collect sales tax. We were unaware to the department of state registration requirement, which we would have happily done had we known.

We have been submitting monthly sales tax returns to Florida Department of Revenue, and we also submitted annual tax returns.

Will this be possible to waive the penalty fees? We would really appreciate this.

Thank you,

*Galit Baron*  
Galit Baron, Controller  
Whale Communications, Inc.



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

November 3, 2005

GALIT BARON  
WHALE COMMUNICATIONS, INC.  
400 KELBY STREET, 15TH FLOOR  
FORT LEE, NJ 07024

SUBJECT: WHALE COMMUNICATIONS, INC.  
Ref. Number: W05000048270

We have received your document for WHALE COMMUNICATIONS, 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 and in accordance with s.607.1502(4), 608.502(4) or 617.1502(4), F.S., this office will reduce the civil penalty of \$1,000 per year to \$500 per year for each year this entity transacted business or conducted its affairs in Florida prior to qualification. Therefore, the total amount due to cover both annual report/uniform business report and penalty fees is \$650.00.

The total amount due is \$720.00.

There is a balance due of \$650.00. *Galit*

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

Brenda Tadlock  
Senior Section Administrator

Letter Number: 105A00066110

*205/100*

**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. Whale Communications, 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. 510-391-887  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 7/13/1999 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. August 2004  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 400 Kelby Street 15th Floor, Fort-Lee NJ 07024  
(Principal office address)
- Same  
(Current mailing address)
8. organized under the general corporate law of the state of Delaware.  
To engage in any lawful act or activity for which corporations may be.  
(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 NOT acceptable)
- Name: Corporation Service Company
- Office Address: 1201 Hays Street  
Tallahassee, Florida 32301  
(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.

  
**Brian Courtney**  
Asst. V. Pres.  
(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: Eli Barkat

Address: 11 Hamenofim street  
Herzelia Dituach 46725 ISRAEL

Vice Chairman: N/A

Address: \_\_\_\_\_

Director: Roger Pilc

Address: 400 Kelby street, Fort Lee NJ

Director: Neal Moszkowski

Address: 430 Park Ave 6<sup>th</sup> Floor  
New York, NY 10022

B. OFFICERS

President: Daniel Steiner

Address: 21 Hamelacha street  
Rosh Ha'ain, ISRAEL, 48091

Vice President: Dan Maher

Address: 400 Kelby street, 15<sup>th</sup> Floor  
Fort Lee, NJ 07024

Secretary: Dale Baker

Address: 400 Kelby street, 15<sup>th</sup> Floor Fort Lee, NJ 07024

Treasurer: Daniel Steiner

Address: 21 Hamelacha street, Rosh Ha'ain ISRAEL, 48091

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

13. [Signature]  
(Signature of Director or Officer listed in number 12 of the application)

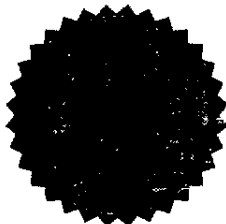
14. Roger Pilc. CEO  
(Typed or printed name and capacity of person signing application)

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WHALE COMMUNICATIONS, 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 FOURTH DAY OF OCTOBER, A.D. 2005.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3068156 8300

AUTHENTICATION: 4202553

050791100

DATE: 10-04-05