F06000001622

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MPD 3/14

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: NEWMARKET INTERNATIONAL, 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:

GENE R. REARDON
(Name of Person)

NEWMARKET INTERNATIONAL, INC.
(Firm/Company)

135 COMMERCE WAY
(Address)

PORTSMOUTH, NH 03801
(City/State and Zip code)

For further information concerning this matter, please call:

GENE REARDON at (603) 427-5716
(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 17, 2005

GENE R. REARDON
135 COMMERCE WAY
PORTSMOUTH, NH 03801

SUBJECT: NEWMARKET INTERNATIONAL, INC.
Ref. Number: W05000047517

We have received your document for NEWMARKET INTERNATIONAL, 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 $5,750.00.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 005A00063072

current amt. due
$6,900.00
2/9/06
MRD

file 1/1/06

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. NEWMARKET INTERNATIONAL, 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)

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

3. 04-2897932
(FEI number, if applicable)

4. NOVEMBER 27, 1985
(Date of incorporation)

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

6. SEPTEMBER 2000 (COMPANY HAS FILED SALES AND INCOME TAX RETURNS SINCE 2000)
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 135 COMMERCE WAY, PORTSMOUTH, NH 03801
(Principal office address)

SAME AS ABOVE
(Current mailing address)

8. SALE AND SUPPORT OF COMPUTER SOFTWARE
(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: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida FL 33324
(City) (Zip code)

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TALLAHASSEE, FLORIDA
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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.

[signature]
(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: ______________________________

Address: ______________________________

SEE ATTACHED LIST

Vice Chairman: ______________________________

Address: ______________________________

____

Director: ______________________________

Address: ______________________________

____

Director: ______________________________

Address: ______________________________

____

B. OFFICERS

President: ______________________________

Address: SEE ATTACHED LIST

____

Vice President: ______________________________

Address: ______________________________

____

Secretary: ______________________________

Address: ______________________________

Treasurer: ______________________________

Address: ______________________________

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. KENNETH J. SMAHA, SECRETARY AND CFO
(Typed or printed name and capacity of person signing application)

NEWMARKET INTERNATIONAL, INC.

BOARD OF DIRECTORS

Thomas S. Roberts - CHAIRMAN
c/o Summit Partners
222 Berkeley Street, 18th Floor
Boston, MA 02116

Dan McGurl
c/o Bottomline Technologies
325 Corporate Drive
Portsmouth, NH 03801

Daniel P. Taylor
70 Portage Road
Goffstown, NH 03045

J.J. Kardwell
c/o Summit Partners
222 Berkeley Street, 18th Floor
Boston, MA 02116

Sean B. O'Neill
135 Commerce Way, Suite 300
Portsmouth, NH 03801

NEWMARKET INTERNATIONAL, INC.
CORPORATE OFFICERS

Sean B. O'Neill, President and CEO
130 Colonial Road
N. Attleboro, MA 02760

Gerald McNiskin, SVP - Operations
9 Village Lane
Hingham, MA 02043

Kenneth J. Smaha, Secretary and CFO
4 Parish Lane
Boxford, MA 01921

Renee Pecor-Clark, VP - Human Resources
PO Box 423
Walpole, NH 03608

Richard Bibbins, VP - Development/CTO
79 Hart Street
Beverly Farms, MA 01915

Jeff Hiscox, VP - Sales
29 Trillium Lane
Chester, NH 03036

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NEWMARKET INTERNATIONAL, 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 TWENTY-NINTH DAY OF SEPTEMBER, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

FILED
06 JAN -1 PM 3:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2076884 8300

AUTHENTICATION: 4193982

050800551

DATE: 09-29-05