

To: FL Dept of State  
Subject: 00174,59982

From: Katie W. Hise  
Thursday, November 09, 2006 3:27 PM

**F06000007024**

Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850) 205-0381

From: Account Name : CORPDIRECT AGENTS, INC.  
Account Number : 110450000714  
Phone : (850) 222-1173  
Fax Number : (850) 224-1640

*\*Need confirmation ASAP!*  
*Thank you!*

0174.59982

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**FOREIGN PROFIT/NONPROFIT CORPORATION**

**XG TECHNOLOGY, INC.**

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**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. KG TECHNOLOGY, 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. State of Delaware 3. \_\_\_\_\_  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. August 26, 2002 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. \_\_\_\_\_  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 240 S. Pineapple Avenue, Suite 701, Sarasota, FL 34236  
(Principal office address)

240 S. Pineapple Avenue, Suite 701, Sarasota, FL 34236  
(Current mailing address)

8. To engage in any lawful act or activity for which corporations  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)  
may be organized under the General Corporation Law of Delaware

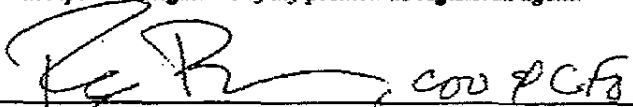
9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Roger G. Branton

Office Address: 240 S. Pineapple Avenue  
Suite 701  
Sarasota, Florida 34236  
(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.*

  
(Registered agent's signature), Roger G. Branton

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.

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

A. DIRECTORS

Chairman: Richard L. Mooers

Address: 240 S. Pineapple Avenue, Suite 701  
Sarasota, FL 34236

Vice Chairman: Roger G. Branton

Address: 240 S. Pineapple Avenue, Suite 701  
Sarasota, FL 34236

Director: Mats Wannberg Palmi Sigmarsson

Address: Bjorkebergavagen 7 Bolholt 4  
182 05 Djursholm Reykjavik 105  
Sweden Iceland

Director: Victor Suno

Address: 4, Rue Du Port  
P.O. Box 3049  
1211 Geneva 3  
Switzerland

B. OFFICERS

President: Richard L. Mooers

Address: 240 S. Pineapple Avenue, Suite 701  
Sarasota, FL 34236

Vice President: Roger G. Branton

Address: 240 S. Pineapple Avenue, Suite 701  
Sarasota, FL 34236

Secretary: Roger G. Branton

Address: 240 S. Pineapple Avenue, Suite 701, Sarasota, FL 34236

Treasurer: Roger G. Branton

Address: 240 S. Pineapple Avenue, Suite 701, Sarasota, FL 34236

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

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

14. Roger G. Branton  
(Typed or printed name and capacity of person signing application)

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# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "XG TECHNOLOGY, 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 NINTH DAY OF NOVEMBER, A.D. 2006.

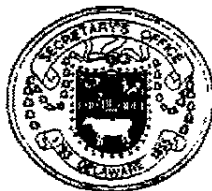
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "XG TECHNOLOGY, INC." WAS INCORPORATED ON THE TWENTY-SIXTH DAY OF AUGUST, A.D. 2002.

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

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5183135

DATE: 11-09-06

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