

# FD 7000001963

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(Requestor's Name)

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(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

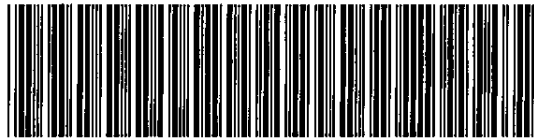
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

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

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2007 APR 11 PM 1:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2007-4-12

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** MTM Technologies, 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:

Gloria J. Raymond  
(Name of Person)  
MTM Technologies, Inc.  
(Firm/Company)  
1200 High Ridge Rd.  
(Address)  
Stamford, CT. 06905  
(City/State and Zip code)

For further information concerning this matter, please call:

Gloria J. Raymond at (203) 321-1764  
(Name of Person) (Area Code & Daytime Telephone Number)

**STREET/COURIER ADDRESS:**

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

**MAILING ADDRESS:**

New Filing 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  
Division of Corporations

March 28, 2007

GLORIA J. RAYMOND / MTM TECHNOLOGIES INC.  
1200 HIGH RIDGE RD.  
STANFORD, CT 06905

SUBJECT: MTM TECHNOLOGIES, INC.  
Ref. Number: W07000015304

We have received your document for MTM TECHNOLOGIES, INC. and your check(s) totaling \$87.50. 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.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6047.

Carolyn Lewis  
Document Specialist

Letter Number: 307A00021242

4/11/07

Please see enclosed alternate corporate name.

Thank you,  
Sharon Raymon

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

MTM Advanced Technologies, Inc.  
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. New York 3. 13-3354896  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 5/12/1986 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. 1200 High Ridge Rd., Stamford, CT. 06905  
(Principal office address)

Same as above  
(Current mailing address)

8. Provide IT Sales and Services  
(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: LSC

Office Address: 1201 Hays St.

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.*

\_\_\_\_\_  
(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.

**FILED**  
2007 APR 11 PM 1:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

MTM Advanced Technologies, Inc.  
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. New York 3. 13-3354896  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 5/12/1986 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. \_\_\_\_\_  
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(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1200 High Ridge Rd., Stamford, CT. 06905  
(Principal office address)

Same as above  
(Current mailing address)

8. Provide IT Sales and Services  
(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: CSC

Office Address: 1201 Hays St.

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.

Ann R. Dineen  
(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.

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2007 APR 11 PM 1:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

A. DIRECTORS *See attached EXHIBIT A*

Chairman: \_\_\_\_\_

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

Vice Chairman: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

B. OFFICERS *See attached EXHIBIT B*

President: \_\_\_\_\_

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

Vice President: \_\_\_\_\_

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

Secretary: \_\_\_\_\_

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

Treasurer: \_\_\_\_\_

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

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2007 APR 11 PM 1:47

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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. *John F. Kahler, SVP & General Counsel*

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

**EXHIBIT A**

**MTM Technologies, Inc.**  
**Board of Directors**

<b><u>Name</u></b>	<b><u>Address</u></b>
Gerald A. Poch Chairman	Pequot Ventures 153 East 53 <sup>rd</sup> St., 35 <sup>th</sup> Floor New York, NY 10022 (212) 702 4400
Frank Alfano CEO	MTM Technologies, Inc. 1200 High Ridge Road Stamford, CT 06905 (203) 975-3700
Richard Heitzmann	Pequot Ventures 153 East 53 <sup>rd</sup> St., 35 <sup>th</sup> Floor New York, NY 10022 (212) 702 4400
Thomas Wasserman	Constellation Ventures 383 Madison Avenue, 28th Floor New York, NY 10179 (212) 272-7907
William Lerner	423 East Beau Street, Washington, PA 15301 (724) 225-7177
Alvin E. Nashman	3609 Ridgeway Terrace, Falls Church, VA 22044 (703) 256-3660
Arnold J. Wasserman	One Brookwood Drive West Caldwell, NJ 07006 (973) 228-4494

**EXHIBIT B**

**MTM Technologies, Inc.**  
**Officers**

Frank Alfano – Chief Executive Officer  
MTM Technologies, Inc.  
1200 High Ridge Road  
Stamford, CT 06905

Steve Stringer – President and Chief Operating Officer  
MTM Technologies, Inc.  
1200 High Ridge Road  
Stamford, CT 06905

J.W. (Jay) Braukman – Sr. VP, Chief Financial Officer and Assistant Secretary  
MTM Technologies, Inc.  
1200 High Ridge Road  
Stamford, CT 06905

John Kohler – Sr. VP, General Counsel and Secretary  
MTM Technologies, Inc.  
1200 High Ridge Road  
Stamford, CT 06905



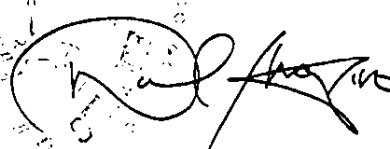
**State of New York**  
**Department of State** } ss:

I hereby certify, that the Certificate of Incorporation of MTM TECHNOLOGIES, INC. was filed on 05/12/1986, under the name of MICROS TO MAINFRAMES INC., 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 an existing corporation.

A Certificate of Amendment MICROS TO MAINFRAMES INC., changing its name to MICROS-TO-MAINFRAMES, INC., was filed 07/27/1993.

A Certificate of Amendment MICROS-TO-MAINFRAMES, INC., changing its name to MTM TECHNOLOGIES, INC. , was filed 05/21/2004.

\*\*\*  
WITNESS my hand and the official seal  
of the Department of State at the City of  
Albany, this 21st day of March two  
thousand and seven.

  
Special Deputy Secretary of State