

Fb 700000 3409

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

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(Business Entity Name)

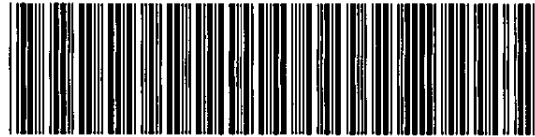
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07 JUL -3 AM 10:40

OFFICE OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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2007 JUN -3 AM 11:45

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

7/9



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

RECEIVED  
07 JUL -6 AM 8:47  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

July 5, 2007

CSC  
ATTN: HEATHER CHAPMAN

SUBJECT: NXP SEMICONDUCTORS USA, INC.  
Ref. Number: W07000031708

**RESUBMIT**  
Please give original  
submission date as file date.

We have received your document for NXP SEMICONDUCTORS USA, INC.. However, the document has not been filed and is being returned 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) 245-6934.

Loria Poole  
Document Specialist

Letter Number: 507A00043110



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 978249 7388637

AUTHORIZATION :

*[Handwritten signature]*

COST LIMIT : \$ 1220.00

ORDER DATE : July 2, 2007

ORDER TIME : 9:27 AM

ORDER NO. : 978249-005

CUSTOMER NO: 7388637

**RESUBMIT**  
Please give original  
submission date as file date.

FOREIGN FILINGS

NAME: NXP SEMICONDUCTORS USA, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Heather Chapman -- EXT# 2908

EXAMINER: \_\_\_\_\_

**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. NXP SEMICONDUCTORS USA, 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

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

3. 20-5060850

(FEI number, if applicable)

4. JUNE 16, 2006

(Date of incorporation)

5. PERPETUAL

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

6. 10-01-06

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

7. 1109 MC KAY DRIVE, SAN JOSE, CA 95131

(Principal office address)

1109 MC KAY DRIVE, SAN JOSE, CA 95131, ATTENTION: GENERAL COUNSEL MS54J

(Current mailing address)

8. DESIGN, MARKETING AND SALE OF INTEGRATED CIRCUITS

(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

(City)

, Florida 32301

(Zip code)

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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.*

Corporation Service Company

JOHN H. PELLETIER

By: John H. Pelletier

ASST. VICE PRESIDENT

(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: SEE DIRECTORS LIST ATTACHED

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

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

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

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

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

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

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

**B. OFFICERS**

President: SEE OFFICERS LIST ATTACHED

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

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

14. JAMES CASEY, VICE PRESIDENT AND SECRETARY

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

## **Directors / Officers Report**

(effective 6-22-06)

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### **NXP SEMICONDUCTORS USA, INC.**

#### **Directors**

<b>Randell J. McMills</b>	<b>Director</b> <b>1109 McKay Drive, San Jose, CA 95131</b>
<b>Tina Cardanini</b>	<b>Director</b> <b>1109 McKay Drive, San Jose, CA 95131</b>
<b>James Casey</b>	<b>Director</b> <b>1109 McKay Drive, San Jose, CA 95131</b>

#### **Officers**

<b>Randell McMills</b>	<b>President</b> <b>1109 McKay Drive, San Jose, CA 95131</b>
<b>Tina Cardanini</b>	<b>Treasurer and Chief Accounting Officer</b> <b>1109 McKay Drive, San Jose, CA 95131</b>
<b>James Casey</b>	<b>Vice President</b> <b>1109 McKay Drive, San Jose, CA 95131</b>
<b>Ajit Manocha</b>	<b>Executive Vice President</b> <b>1109 McKay Drive, San Jose, CA 95131</b>
<b>Wendy Arienzo</b>	<b>Vice President</b> <b>2070 Route 52, PO Box 1279</b> <b>Hopewell Junction, NY 12533-1279</b>
<b>William Galione</b>	<b>Vice President</b> <b>1109 McKay Drive, San Jose, CA 95131</b>
<b>Pierre-Yves Lesaicherre</b>	<b>Vice President</b> <b>1109 McKay Drive, San Jose, CA 95131</b>
<b>Peter Yates</b>	<b>Senior Vice President</b> <b>2070 Route 52, PO Box 1279</b> <b>Hopewell Junction, NY 12533-1279</b>
<b>James Casey</b>	<b>Secretary</b> <b>1109 McKay Drive, San Jose, CA 95131</b>
<b>Charles Casper</b>	<b>Asst. Secretary</b> <b>1109 McKay Drive, San Jose, CA 95131</b>

# Delaware

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## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NXP SEMICONDUCTORS USA, 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 SECOND DAY OF JULY, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NXP SEMICONDUCTORS USA, INC." WAS INCORPORATED ON THE SIXTEENTH DAY OF JUNE, A.D. 2006.

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

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



4176573 8300

070772928

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5809275

DATE: 07-02-07