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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

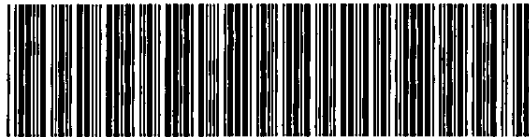
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: KidRobot, 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:

Jeffrey A. Yost, Esq.

(Name of Person)

Lord, Bissell & Brook LLP

(Firm/Company)

1170 Peachtree Street NE, Suite 1900

(Address)

Atlanta, GA 30309

(City/State and Zip code)

For further information concerning this matter, please call:

Lynda Daugherty

(Name of Person)

at (404) 870-4662

(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

**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. KidRobot, 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. California

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

3. 94-3338384

(FEI number, if applicable)

4. July 28, 1999

(Date of incorporation)

5. Perpetual

(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. 56 West 22nd Street, 10th Floor, New York, NY 10010

(Principal office address)

56 West 22nd Street, 10th Floor, New York, NY 10010

(Current mailing address)

8. All lawful purposes

(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:

C T Corporation System

Office Address:

1200 South Pine Island Road

Plantation

(City)

33324

(Zip code)

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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.

Dale W. Morris

(Registered agent's signature)

DALE W. MORRIS
ASSISTANT VICE PRESIDENT

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: Charles Rivkin

Address: 660 Alabama Street
San Francisco, CA 94110

Vice Chairman: _____

Address: _____

Director: Paul Budnitz

Address: 56 West 22nd Street, 10th Floor
New York, NY 10010

Director: Diego Marchioni

Address: 660 Alabama Street
San Francisco, CA 94110

B. OFFICERS

President: Paul Budnitz

Address: 56 West 22nd Street, 10th Floor
New York, NY 10010

Vice President: _____

Address: _____

Secretary: Diego Marchioni

Address: 660 Alabama Street, San Francisco, CA 94110

Treasurer: _____

Address: _____

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

13. Cynthia M. Roe, CEO Kidrobot, Inc 7/3/2007
(Signature of Director or Officer listed in number 12 of the application)

14. Cynthia Roe, Chief Executive Officer
(Typed or printed name and capacity of person signing application)

ADDENDUM
TO KIDROBOT, INC.'s
APPLICATION BY FOREIGN CORPORATION
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

ADDITIONAL OFFICERS

Diego Marchioni - Chief Financial Officer
660 Alabama Street
San Francisco, CA 94110

Cynthia Roe - Chief Executive Officer
56 West 22nd Street, 10th Floor
New York, NY 10010

Charles Rivkin - Chairman
660 Alabama Street
San Francisco, CA 94110

State of California
Secretary of State

CERTIFICATE OF STATUS
DOMESTIC CORPORATION

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That on the **28TH day of JULY, 1999, KIDROBOT, INC.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great Seal
of the State of California this day of
June 4, 2007.



Debra Bowen

DEBRA BOWEN
Secretary of State