

**F100000002856**

**Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet**

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**To:**

Division of Corporations  
Fax Number : (850) 617-6381

**From:**

Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (850) 222-1092  
Fax Number : (850) 878-5368

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

**Email Address:** \_\_\_\_\_

**FOREIGN PROFIT/NONPROFIT CORPORATION**

**ANCILE Solutions, Inc.**

Certificate of Status	<b>1</b>
Certified Copy	<b>0</b>
Page Count	<b>05</b>
Estimated Charge	<b>\$78.75</b>

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**2010 JUN 23 PM 4:52**

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TALLAHASSEE, FLORIDA**

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**10 JUN 23 PM 4:27**

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TALLAHASSEE, FLORIDA**

**T. Burch JUN 24 2010**

## COVER LETTER

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

**SUBJECT:** ANCILE Solutions, 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," or "Certificate of Good Standing" 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:

Jennifer Ranoia

Name of Person

ANCILE Solutions, Inc.

Firm/Company

c/o Dechert LLP, 2929 Arch Street

Address

Philadelphia, PA 19104

City/State and Zip code

jennifer.ranoia@dechert.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jennifer Ranoia

at (215) 994-5174

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

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. ANCILE Solutions, 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 3. \_\_\_\_\_  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. June 4, 2010 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon filing.

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

7. 5521 Research Park Drive, Baltimore, MD 21228  
(Principal office address)

5521 Research Park Drive, Baltimore, MD 21228  
(Current mailing address)

The sale of human and operational performance and improvement software, and any

8. lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.  
(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, Florida 33324  
(City) (Zip code)

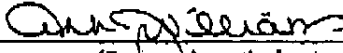
10. Registered agent's acceptance:

*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.*

C T Corporation System

ANN J. WILLIAMS

Assistant Vice President

By:   
(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.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Director: Andrew Gecell

Address: 55 East 52nd St., 34th Fl., New York, NY 10055

Director: David Thomas

Address: 55 East 52nd St., 34th Fl., New York, NY 10055

Director: Jeffrey Vogel

Address: 55 East 52nd St., 34th Fl., New York, NY 10055

Director: Michael Delaney

Address: 55 East 52nd St., 34th Fl., New York, NY 10055

B. OFFICERS

President: Andrew Gecell

Address: 55 East 52nd St., 34th Fl., New York, NY 10055

Vice President: N/A

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

Secretary: Jeffrey Vogel

Address: 55 East 52nd St., 34th Fl., New York, NY 10055

Treasurer: Jeffrey Vogel

Address: 55 East 52nd St., 34th Fl., New York, NY 10055

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

13. X Jeffrey Vogel  
(Signature of Director or Officer listed in number 12 of the application)

14. Jeffrey Vogel, Secretary & Treasurer  
(Typed or printed name and capacity of person signing application)

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ANCILE SOLUTIONS, 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-THIRD DAY OF JUNE, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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SECRETARY OF STATE  
FALL ASSESSED 6/23/10

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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8072953

DATE: 06-23-10