



## COVER LETTER

TO: New Filing Section  
Division of Corporations

SUBJECT: DTS America 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:

Pam Mulligan

Name of Person

DTS America Inc.

Firm/Company

750 Old Hickory Blvd. Suite 1-260

Address

Brentwood, TN 37027

City/State and Zip code

pam.mulligan@dtsam.com

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

For further information concerning this matter, please call:

Pam Mulligan

Name of Person

at ( 615 ) 329-2023 X131

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

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS



May 2, 2011

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

C T CORPORATION SYSTEM

SUBJECT: DTS AMERICA INC.  
REF: W11000024301

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

If you have any further questions concerning your document, please call (850) 245-6901.

Pamela Smith  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: H11000119812  
Letter Number: 211A00010576

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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. DTS America 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. 14-3369982

(FEI number, if applicable)

4. 10/13/95

(Date of incorporation)

5. Perpetual

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

6. March 31, 2008

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

7. 750 Old Hickory Blvd. Suite 1-260 Brentwood TN 37027

(Principal office address)

Same as above

(Current mailing address)

8. Medical Transcription Service Provider

(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)

Florida

33324

(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

By: Ternell Kearney

Ternell Kearney Asst. Secretary

(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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DIVISION OF CORPORATIONS

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

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A. DIRECTORS

Chairman: Andrew W. Miller  
Address: 750 Old Hickory Blvd. Suite 1260  
Brentwood TN 37027

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

Director: Joel S. Kanter  
Address: 8000 Towers Crescent Drive Suite 1300  
Vienna, VA 22182

Director: Gene Burleson  
Address: 320 Argonne Drive  
Atlanta GA 30305-2814

B. OFFICERS

President: Michael Leisay  
Address: 750 Old Hickory Blvd. Suite 1260  
Brentwood TN 37027

Vice President: Jeff Marucci  
Address: 750 Old Hickory Blvd. Suite 1260  
Brentwood TN 37027

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

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

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

13. Michael Leisay  
(Signature of Director or Officer listed in number 12 of the application)

14. Michael Leisay  
(Typed or printed name and capacity of person signing application)



## Board of Directors

<p>Andrew W. Miller Chairman &amp; CEO DTS America, Inc. 750 Old Hickory Blvd., Suite 1-260 Brentwood, TN 37027 Tel: 615-329-2023, ext. 133 Fax: 615-329-2298 Cell: 615-260-5379 Home: 615-599-6062 <a href="mailto:awmillerjr@hotmail.com">awmillerjr@hotmail.com</a></p>	<p>Gene Burleson 320 Argonne Drive Atlanta, GA 30305-2814 Tel: 404-365-9949 Fax: 404-365-0107 Cell: 404-660-5861 <a href="mailto:geb3679@gmail.com">geb3679@gmail.com</a></p>
<p>Joel S. Kanter Windy City, Inc. 8000 Towers Crescent Drive, Suite 1300 Vienna, VA 22182 Tel: 703-448-7688 Fax: 703-991-0062 Cell: 703-826-4073 <a href="mailto:Wndvctyfn1@aol.com">Wndvctyfn1@aol.com</a> Asst: Shea Cordell Direct: 703-760-7895 <a href="mailto:SLCordell@mac.com">SLCordell@mac.com</a></p>	<p>Bill Southwick HealthMark Partners, Inc. 40 Burton Hills Blvd., Suite 300 Nashville, TN 37215 Tel: 615-329-9696 Fax: 615-329-9298 <i>USPI.com</i> <del><a href="mailto:southwick@healthmarkpartners.com">southwick@healthmarkpartners.com</a></del> Asst: Carolyn Mahaney <a href="mailto:cmahaney@healthmarkpartners.com">cmahaney@healthmarkpartners.com</a></p>
<p>Philip Ollapally 804 Forest Hills Drive Nashville, TN 37220 Tel: 615-377-0080 Fax: same (call first) <a href="mailto:pjo@basesys.com">pjo@basesys.com</a></p>	<p>Secretary to the Board Jeannie Dixon DTS America, Inc. 750 Old Hickory Blvd., Suite 1-260 Brentwood, TN 37027 Tel: 615-329-2023, ext. 102 Fax: 615-329-2298 <a href="mailto:jeannie.dixon@dtssam.com">jeannie.dixon@dtssam.com</a></p>

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SECRETARY TO THE BOARD  
DIVISION OF CORPORATE AFFAIRS

# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DTS AMERICA, 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-EIGHTH DAY OF APRIL, A.D. 2011.

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.


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DIVISION OF CORPORATE AFFAIRS

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110470207

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: 8726452

DATE: 04-28-11