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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: NCSI Americas, Incorporated

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:

Benjamin Marchant

Name of Person

NCSI Americas, Incorporated

Firm/Company

1100 Dexter Avenue N., Level 1

Address

Seattle, WA 98109

City/State and Zip code

Ben.Marchant@ncsiamericas.com

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

For further information concerning this matter, please call:

Tyson K. Adams

Name of Person

at (502) 681-0331

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. NCSI Americas, Incorporated
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

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(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 27 0678772
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 8-4-2009 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Business not transacted prior to registration
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1100 Dexter Avenue N., Level 1, Seattle, WA 98109
(Principal office address)

1100 Dexter Avenue N., Level 1, Seattle, WA 98109
(Current mailing address)

8. Any lawful act or activity which may be carried out by a foreign corporation in Florida
(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: David Middleton

Office Address: 4440 PGA Boulevard, Suite 600

Palm Beach Gardens, Florida 33410
(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.

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

A. DIRECTORS

Chairman: Greg Jewson

Address: 1100 Dexter Ave. N., Level 1

Seattle, WA 98109

Vice Chairman: _____

Address: _____

Director: David Middleton

Address: 4440 PGA Boulevard, Suite 600

Palm Beach Gardens, FL 33410

Director: Brent Cutler

Address: 1100 Dexter Ave. N., Level 1

Seattle, WA 98109

B. OFFICERS

President: Brent Cutler

Address: 1100 Dexter Ave. N., Level 1

Seattle, WA 98109

CEO: Greg Jewson

Address: 1100 Dexter Ave. N., Level 1

Seattle, WA 98109

CFO: Helen Hilman

Address: 1100 Dexter Avenue N., Level 1, Seattle, WA 98109

Vice President: Benjamin Marchant

Address: 1100 Dexter Avenue N., Level 1, Seattle, WA 98109

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

13. Brent L Cutler
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Brent Cutler, President

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

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TALLAHASSEE FL 32301

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NCSI AMERICAS, INCORPORATED" 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-FOURTH DAY OF OCTOBER, A.D. 2012.

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

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

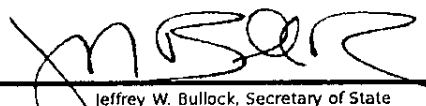
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You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9941124

DATE: 10-24-12