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(Address)

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: N2N Global Europe ApS Co.
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:

Ron Folwell
Name of Person

N2N Global
Firm/Company

585 E. State Road 434
Address

Longwood, FL 32750
City/State and Zip code

rfolwell@us.n2nglobal.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Ron Folwell at (407) 331-5151 x104
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. N2N Global Europe ApS Co.
(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. Denmark
(State or country under the law of which it is incorporated)

3. Not Applicable
(FEI number, if applicable)

4. 07-11-12
(Date of incorporation)

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

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

7. 585 E. State Road 434, Longwood, FL 32750
(Principal office address)

Same
(Current mailing address)

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8. Software Sales and Consulting
(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: Ronald L. Folwell

Office Address: 585 E. State Road 434

Longwood, Florida 32750
(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.

Ronald L. Folwell
(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: Angela Nardone

Address: 585 E. State Road 434, Longwood, FL 32750

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President: Ernesto Nardone

Address: 585 E. State Road 434, Longwood, FL 32750

Vice President: Ronald L. Folwell

Address: 585 E. State Road 434, Longwood, FL 32750

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Secretary: Angela Nardone

Address: See above

Treasurer:

Address:

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

13. Angela Nardone

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. Angela Nardone, Chairman

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

ADVOKATFIRMAET
BØRGE NIELSEN

HASSERISVEJ 174
9000 AALBORG
FAX 98 12 98 55
TELEFON 98 12 98 00

PEDER FIHL (H)
MORTEN JENSEN (H)
JAN HELLMUND JENSEN (L)
THOMAS SCHULTZ (L)
STEPHAN MUURHOLM (H)

PREBEN BANG HENRIKSEN (H)
MIKKI NIELSEN (H)

ANDERS TOLBORG (H)
PETER TORNVIG FRUELUND (H)
ULLA SKOV (H)
LUISE CHRISTENSEN (L)
HANS CHRISTIAN ANDERSEN (L)

J.nr. 121307 US/NP
11.07.2012

VEDTÆGTER
FOR
N2N GLOBAL EUROPE ApS

§ 1.

Selskabets navn er N2N GLOBAL EUROPE ApS.

§ 2.

Selskabets formål er udvikling af software og handel og dermed efter direktionens skøn beslægtet virksomhed.

§ 3.

Selskabets anpartskapital udgør kr. 80.000,00.

Anpartskapitalen er opdelt i anparter a kr. 1.000,00 eller multipla heraf.

Der oprettes en ejerbog over anpartshaverne.

Anpartskapitalen er fuldt indbetalt.

I anparternes omsættelighed gælder følgende indskrænkninger:

Ingen anparter kan overdrages uden samtykke fra samtlige anpartshavere.

I tilfælde af pantsætning af anparter er selskabet forpligtet til at notere pantsætningen i ejerbogen.

§ 4.

Generalforsamlinger afholdes i selskabets hjemstedskommune og indkaldes med 14 dages varsel ved brev til den noterede anpartshaver.

Ordinær generalforsamling afholdes i selskabets hjemstedskommune i så god tid, at den reviderede og godkendte årsrapport kan indsendes til Erhvervsstyrelsen, så den er modtaget i styrelsen inden 5 måneder efter regnskabsårets udløb.

Dagsorden for den ordinære generalforsamling skal omfatte:

1. Valg af dirigent.
2. Forelæggelse af årsrapport til godkendelse.
3. Beslutning om anvendelse af overskud eller dækning af tab i henhold til det godkendte regnskab.
4. Valg af direktør.
5. Eventuelt.

Forslag fra anpartshaverne til behandling på den ordinære generalforsamling må være indgivet til selskabet senest 2 måneder efter regnskabsårets udløb.

§ 5.

På generalforsamlingen giver hver anpartsbeløb på kr. 1.000,00 én stemme.

Til vedtagelse af de på generalforsamlingen behandlede anliggender kræves tilslutning fra minimum 2/3 af den i selskabet værende stemmeberettigede anpartskapital, medmindre loven eller vedtægterne foreskriver andet.

Såfremt forslaget uden at være vedtaget efter denne regel har opnået tilslutning fra et simpelt flertal af de fremmødte stemmeberettigede afholdes ny generalforsamling inden 14 dage, og på denne kan forslaget – uanset antallet af fremmødte – vedtages med et simpelt flertal af de afgivne stemmer.

Til vedtagelse af beslutninger om ændringer af vedtægterne eller selskabets opløsning kræves dog tiltrædelse af mindst 2/3 af såvel de afgivne stemmer som af den i selskabet værende stemmeberettigede anpartskapital.

§ 6.

Selskabet ledes af en af en direktion bestående af 1 medlem.

Selskabet tegnes af en direktør alene.

§ 7.

Selskabets regnskabsår løber fra 01.01 til 31.12. Første regnskabsår løber fra stiftelsen til 31.12.2012.

§ 8.

Regnskabet opgøres i overensstemmelse med god regnskabsskik og skal give et retvisende billede af selskabets aktiver og passiver, økonomiske stilling samt resultat.

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Således vedtaget på ordinær generalforsamling den / 2012.

I direktionen:

Angela Nordone

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ADVOKATFIRMAET
BØRGE NIELSEN

HASSERISVEJ 174
DK-9000 AALBORG
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LUISE CHRISTENSEN (L)
HANS CHRISTIAN ANDERSEN (L)

Ref. no. 121307 US/NP
11.07.2012

ARTICLES OF ASSOCIATION OF N2N GLOBAL EUROPE ApS

Article 1

The name of the company is N2N GLOBAL EUROPE ApS.

Article 2

The purpose of the company is software development, sale hereof, and related activities at the discretion of the board of directors.

Article 3

The share capital of the company amounts to DKK 80,000.00.

The share capital is issued in shares of DKK 1,000.00 or multiples thereof.

A register of shareholders shall be established.

The share capital has been fully paid.

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The following restrictions apply to the negotiability of the shares:

No shares may be transferred without the consent of all the shareholders.

If shares are pledged as security, the company is under obligation to record the pledge in the register of shareholders.

Article 4

General meetings are held in the municipality of the registered office and are called with 14 days' notice by letter to the registered shareholders.

The annual general meeting is held in the municipality of the registered office in ample time to submit the audited and adopted annual report to the Danish Business Authority so that it will be received by the Danish Business Authority within five months of the end of the fiscal year.

The order of business of the annual general meeting shall comprise:

1. Election of chairman.
2. Presentation of annual report for approval.
3. Decision about disposition of profit or coverage of loss according to the adopted annual accounts.
4. Election of board of directors.
5. Any other business.

Proposals from the shareholders for consideration by the annual general meeting must be submitted to the company no later than two months after the end of the fiscal year.

Article 5

At the general meeting, each share of DKK 1,000.00 carries 1 vote.

The business considered by the general meeting is decided upon by two thirds majority of the capital shares in the Company eligible to vote unless the law or the articles of association stipulate otherwise.

If the business considered by the general meeting is decided upon by simple majority of the capital shares represented at the general meeting and eligible to vote but not decided upon by two thirds majority of the capital shares in the Company eligible to vote a new general meeting are to be called with 14 days' notice. At this general meeting the business considered is decided by simple majority of casted votes regardless the capital shares represented at the general meeting and eligible to vote.

However, a two thirds majority of the votes cast as well as of the capital shares in the Company eligible to vote are required to adopt decisions to change the articles of association or to liquidate the company.

Article 6

The company is managed by a board of managers with one member elected by the general assembly.

The company is bound by the signature of the manager.

Article 7

The fiscal year of the company runs from 1 January to 31 December. The first fiscal year runs from the formation of the company to 31 December 2012.

Article 8

The accounts shall be prepared in accordance with best practices accounting and shall give a true picture of the assets and liabilities of the company, its financial position, and its income and expenditures.

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Thus adopted by the ordinary general meeting on the day of / 2012.

The board of managers:

____

Angelo Nardone

Certificate

The Danish Business Authority certifies and attests that

"N2N GLOBAL EUROPE ApS"
c/o PwC – Outsourcing
Strandvejen 44
DK-2900 Hellerup
Denmark

under CVR number 34619042

in the municipality of Gentofte has processed a legal registration as a private limited company in the records of the Danish Business Authority in accordance with the Danish Companies Act.

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Copenhagen, 12th November 2012

Eydis Ingimundardottir