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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

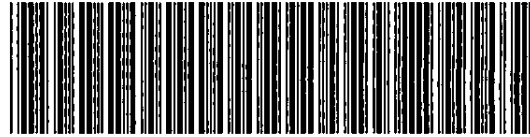
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE FLORIDA

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J



Direct Voice: 214.377.4865
Direct Facsimile: 866.280.1442
E-mail: michael.vogt@zingenuity.com

Michael D. Vogt
Director of Regulatory Affairs

VIA FEDERAL EXPRESS (7994 9360 4071)

April 10, 2013

New Filing Section
Division of Corporation
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: FOREIGN CORPORATION APPLICATION FOR REGISTRATION – zIngenuity, Inc.

Dear Madame/Sir:

In compliance with Section 607.1503, Florida Statutes, we are pleased to provide you with the enclosed Application By Foreign Corporation For Authorization To Transact Business In Florida (the "Application") for zIngenuity, Inc. As specified on the Application, we have included the following documentation:

- Exhibit "A" – the specified Cover Letter.
- Exhibit "B" – one original Application form executed by Jeffrey J. Joyce on behalf of zIngenuity, Inc. and acknowledged by Sue Johnson, Assistant Secretary, of NRAI Services, Inc.
- Exhibit "C" – check number 001747 in the amount of \$87.50 payable to the Florida Department of State, which represents payment of the applicable filing fee and the respective fees for a Certificate of Status and Certified Copy.
- Exhibit "D" – original Certificate of Fact issued by the Texas Office of the Secretary of State dated March 19, 2013.

We trust you will find the enclosed Application and support documentation acceptable; but, should you like further clarification regarding the Application or our wish to register/qualify as a foreign corporation in the State of Florida, please contact the undersigned directly at 214.377.4865 or via e-mail at michael.vogt@zingenuity.com.

Respectfully,

A handwritten signature in black ink, appearing to read 'Michael D. Vogt', with a large, stylized flourish at the end.

Michael D. Vogt

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: zIngenuity, 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:

Michael D. Vogt

Name of Person

zIngenuity, Inc.

Firm/Company

1212 Corporate Drive, Suite 330

Address

Irving, TX

City/State and Zip code

michael.vogt@zingenuity.com

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

For further information concerning this matter, please call:

Michael D. Vogt

at (214) 377-4865

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. zIngenuity, 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. Texas 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. January 11, 2005 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Not applicable, entity has not conducted business in the State of Florida 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. 1212 Corporate Drive, Suite 330, Irving, TX 75038
(Principal office address)
1212 Corporate Drive, Suite 330, Irving, TX 75038
(Current mailing address)

8. Third party provider of support and consulting services to financial services entities.
(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: NRAI Services, Inc.
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(City) (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.

NRAI Services, Inc.
By: Sue Johnson
(Registered agent's signature) Sue Johnson, asst. secretary

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: David A. Reber

Address: 1212 Corporate Drive, Suite 330
Irving, TX 75038

Vice Chairman: _____

Address: _____

Director: Scott R. Allen

Address: 1212 Corporate Drive, Suite 330
Irving, TX 75038

Director: Jeffrey J. Joyce

Address: 1212 Corporate Drive, Suite 330
Irving, TX 75038

B. OFFICERS

President: David A. Reber

Address: 1212 Corporate Drive, Suite 330
Irving, TX 75038

Vice President: _____

Address: _____

Secretary: Jeffrey J. Joyce

Address: 1212 Corporate Drive, Suite 330, Irving, TX 75038

Treasurer: _____

Address: _____

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

13.  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. Jeffrey J. Joyce, Director, Secretary & General Counsel

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

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TALLAHASSEE FLORIDA

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



John Steen
Secretary of State

Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles of Incorporation for zINGENUITY, Inc. (file number 800438349), a Domestic For-Profit Corporation, was filed in this office on January 11, 2005.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name
officially and caused to be impressed hereon the Seal of
State at my office in Austin, Texas on March 19, 2013.



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A handwritten signature in black ink, appearing to read "John Steen".

John Steen
Secretary of State