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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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October 25, 2013

VIA FEDERAL EXPRESS

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Application by Foreign Corporation for Authorization to Transact Business in
Florida for Piksel, Inc.

Ladies and Gentlemen:

Enclosed please find the "Application by Foreign Corporation for Authorization to Transact Business in Florida" of Piksel, Inc., a Delaware corporation (the "Company"), to be filed with the Florida Department of State, Division of Corporations. Also enclosed is a good standing certificate of the Company, dated October 21, 2013, from the Secretary of State of the State of Delaware. The Company has included a check for \$78.75 representing the filing fee and separate fee for a certified copy of the filing.

If you have any questions regarding this filing, please do not hesitate to contact me at (646) 553-4874 or at anna.henson@piksel.com.

Sincerely,

Anna Henson
Assistant General Counsel

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Piksel, 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:

Anna Henson

Name of Person

Piksel, Inc.

Firm/Company

1250 Broadway, Suite 1902

Address

New York, NY 10001

City/State and Zip code

anna.henson@piksel.com

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

For further information concerning this matter, please call:

Anna Henson

Name of Person

at (646) 553-4874

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. **Piksel, 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. _____

(FEI number, if applicable)

4. **August 11, 1998**

(Date of incorporation)

5. **Perpetual**

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

6. _____

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

7. **1250 Broadway, Suite 1902, New York, NY 10001**

(Principal office address)

1250 Broadway, Suite 1902, New York, NY 10001

(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized under the laws of the State of 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: **Ben Mathews**

Office Address: **Atrium Towers, 7680 Universal Blvd., Suite 690**

Orlando

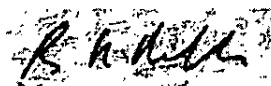
(City)

32819

(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.

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

A. DIRECTORS

Chairman: Bill Russell

Address: 1250 Broadway, Suite 1902
New York, NY 10001

Vice Chairman: _____

Address: _____

Director: K. Peter Heiland

Address: 1250 Broadway, Suite 1902
New York, NY 10001

Director: Seth W. Hamot

Address: 1250 Broadway, Suite 1902
New York, NY 10001

B. OFFICERS

President: K. Peter Heiland (and CEO)

Address: 1250 Broadway, Suite 1902
New York, NY 10001

Vice President: _____

Address: _____

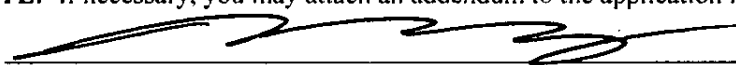
Secretary: Fabrice Hamaide

Address: 1250 Broadway, Suite 1902, NY, NY 10001

Treasurer: Fabrice Hamaide

Address: 1250 Broadway, Suite 1902, NY, NY 10001

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. Arturo Rodriguez SVP Chief Accounting Officer
(Typed or printed name and capacity of person signing application)

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

A. Directors, cont.

Duminda M. DeSilva
1250 Broadway, Suite 1902
New York, NY 10001

Greg B. Petersen
1250 Broadway, Suite 1902
New York, NY 10001

B. Officers, cont.

Chief Commercial Officer: Kevin Joyce
1250 Broadway, Suite 1902
New York, NY 10001

Chief Technology Officer: Mark Christie
17c Curzon Street
Mayfair, London W1J 5HU
United Kingdom

Chief Product Officer: Mark Portu
1100 Circle 75 Parkway, Suite 600
Atlanta, GA 30339

Chief Strategy Officer: Ralf Tillmann
17c Curzon Street
Mayfair, London W1J 5HU
United Kingdom

Chief Operations Officer: Allan Dunn
1 Innovation Close, York Science Park
York, North Yorkshire YO10 5ZD
United Kingdom

Chief Accounting Officer: Arturo Rodriguez
1250 Broadway, Suite 1902
New York, NY 10001

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PIKSEL, 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-FIRST DAY OF OCTOBER, A.D. 2013.

2931986 8300

131217757

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0830104

DATE: 10-21-13