

Division of Corporations

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F15000001519

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

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To: Division of Corporations
Fax Number : (850) 617-6381

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 205-8842
Fax Number : (850) 878-5368

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

FOREIGN PROFIT/NONPROFIT CORPORATION

BitPay, Inc.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 0 |
| Page Count | 06 |
| Estimated Charge | \$70.00 |

APR 09 2015

T. SCOTT

Electronic Filing Menu

Corporate Filing Menu

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TELEPHONE ROOM

NOTICE

DocuSign Envelope ID: 248450F0-DD78-48E4-81F9-49AAA802106F

COVER LETTER

TO: New Filing Section
Division of Corporations
BitPay, Inc.

SUBJECT: _____
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:
Azba Habib

| | |
|--|-------------------------|
| _____ | Name of Person |
| BitPay, Inc. | |
| _____ | Firm/Company |
| 3405 Piedmont Road, Suite 200 | |
| _____ | Address |
| Atlanta, GA 30305 | |
| _____ | City/State and Zip code |
| azba@bitpay.com | |
| E-mail address: (to be used for future annual report notification) | |

For further information concerning this matter, please call:

| | | |
|----------------|--------------------------------------|----------|
| Azba Habib | 404 | 907-2055 |
| _____ | at (_____) | _____ |
| 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:

- | | | | |
|---|--|---|---|
| <input type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee & Certified Copy | <input type="checkbox"/> \$87.50 Filing Fee, Certificate of Status & Certified Copy |
|---|--|---|---|

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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.

BitPay, Inc.

1.

(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)
Delaware 47-1800074

2.

(State or country under the law of which it is incorporated)

6/4/2012

3.

(FEI number, if applicable)

perpetual

4.

(Date of incorporation)

5.

(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)

3405 Piedmont Road, Suite 200 Atlanta GA 30305

7.

(Principal office address)

3405 Piedmont Road, Suite 200 Atlanta GA 30305

(Current mailing address)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

C T Corporation System

Name:

1200 South Pine Island Road

Office Address:

Plantation

33324

(City)

, Florida

(Zip code)

15 APR -8 AM 8:50

9. 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: Michael Seraphin Michael Seraphin Asst. Secretary
(Registered agent's signature)

10. 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.

DocuSign Envelope ID: 248450F0-DD78-48E4-81F9-49AAAB02106F

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

A. DIRECTORS

Anthony Gallippi

Chairman: 3405 Piedmont Road, Suite 200 Atlanta GA 30305

Address:

Vice Chairman:

Address:

Stephen Pair

Director: 3405 Piedmont Road, Suite 200 Atlanta GA 30305

Address:

Director:

Address:

B. OFFICERS

See attached

President:

Address:

Vice President:

Address:

Secretary:

Address:

Treasurer:

Address:

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

12.  Signature of Director or Officer
244C83849421422...

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.

13. Bryan Krohn CFO

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



3405 Piedmont Road NE
Suite 200 Atlanta GA
30305

**BitPay Officer Addendum
Florida MSB License**

Officer

Anthony Gallippi, Executive Chairman
Stephen Pair, Chief Executive Office
Bryan Krohn, Chief Financial Officer
Tae Won Byun, Chief Compliance Officer

Address

3405 Piedmont Rd. NE Suite 200, Atlanta, GA 30305
3405 Piedmont Rd. NE Suite 200, Atlanta, GA 30305
3405 Piedmont Rd. NE Suite 200, Atlanta, GA 30305
188 South Park, APT 7, San Francisco CA 94107

Directors

Anthony Gallippi, Executive Chairman
Stephen Pair, Chief Executive Office

Address

3405 Piedmont Rd. NE Suite 200, Atlanta, GA 30305
3405 Piedmont Rd. NE Suite 200, Atlanta, GA 30305

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BITPAY, 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 SEVENTH DAY OF APRIL, A.D. 2015.

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.

5163966 8300

150478450

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2270027

DATE: 04-07-15