

F96000000744

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: BACK FORTY, 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", 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:

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-02/13/96--01135--005  
\*\*\*\*122.50 \*\*\*\*122.50

James R. Cauley  
(Name of Person)

BACK FORTY, INC.  
(Firm/Company)

4752 S. Peninsula Drive  
(Address)

Ponce Inlet, Florida 32127  
(City/State/Zip)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Should you need to call someone concerning this matter, please call:

James R. Cauley at ( 904 ) 322-7792  
(Name of Person) (Area Code & Daytime Telephone Number)

**COURIER ADDRESS:**

Qualification/Tax Lien Sec.  
Division of Corporations  
409 E. Gaines St  
Tallahassee, FL 32399

**MAILING ADDRESS:**

Qualification/Tax Lien Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
TO TRANSACT BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1303, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE  
STATE OF FLORIDA:**

1. BACK FORTY, INC.  
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Michigan  
(State or country under the law of which it is incorporated)
3. #38-2897275  
(FEI number, if applicable)
4. November 3, 1989  
(Date of Incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Have not transacted business to date. Waiting on completion of  
(Date first transacted business in Florida. (SEE SECTIONS 607.1301, 607.1302, AND 817.133, F.S.)  
Certificate of Authority to be in compliance with Florida Statutes.
7. 4752 S. Peninsula Drive, Ponce Inlet, Florida 32127

(Current mailing address)

8. To engage in and transact wholesale and/or retail sales or any other lawful business or activity for which corporations may be  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida) organized in the State of Florida.

9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: James R. Cauley

Office Address: 4752 S. Peninsula Drive

Ponce Inlet, Florida, 32127  
(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.*

James R. Cauley  
James R. Cauley (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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SECRETARY OF STATE

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: James R. Cauley

Address: 4752 S. Peninsula Drive, Ponce Inlet, Florida 32127

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: James R. Cauley

Address: 4752 S. Peninsula Drive, Ponce Inlet, Florida 32127

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: Karen K. Cauley

Address: 4752 S. Peninsula Drive, Ponce Inlet, Florida 32127

Treasurer: James R. Cauley

Address: 4752 S. Peninsula Drive, Ponce Inlet, Florida 32127

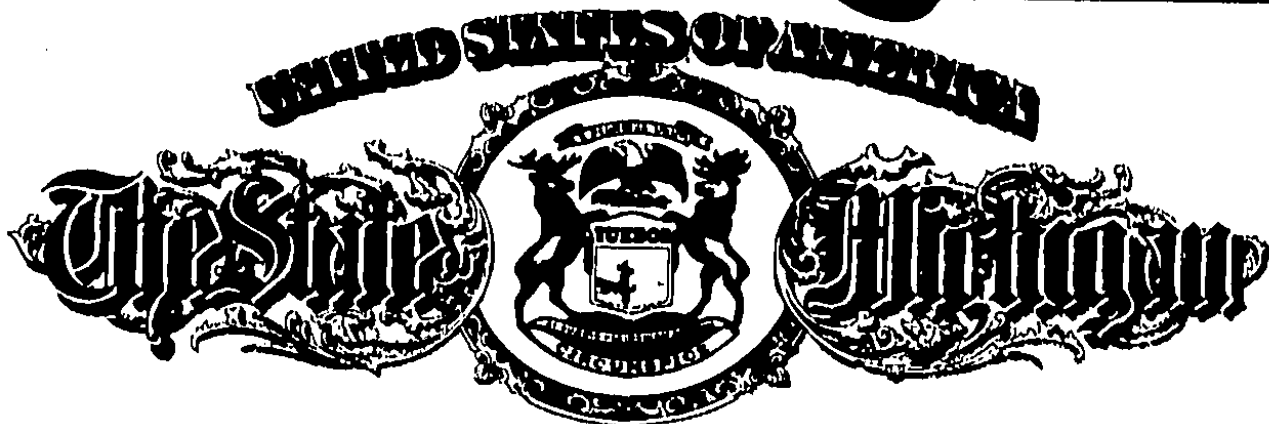
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. \_\_\_\_\_

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. James R. Cauley

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



**Michigan Department of Commerce**

Lansing, Michigan

*This is to Certify That*

**BACK FORTY, INC.**

*was validly incorporated on November 3, 1989, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this State.*

*This certificate is issued to attest to the fact that the corporation is in good standing in this office as of this date and is duly authorized to transact business or conduct affairs in Michigan and for no other purpose. It is in the usual form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.*

*In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 11th day of January, 1996.*

*Carl L. Lipp* . Director  
Corporation & Securities Bureau

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SEAL  
TALLAHASSEE, FLORIDA

# F96000000745

Document Number Only

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City State Zip Phone

CORPORATION(S) NAME

Thinking Machines Corporation

- |  |   |   |
|--|---|---|
| <input checked="" type="checkbox"/> Profit   | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger             |
| <input type="checkbox"/> NonProfit           | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark               |
| <input checked="" type="checkbox"/> Foreign  | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other              |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation            | <input type="checkbox"/> Change of R.A.     |
| <input type="checkbox"/> Reinstatement       | <input type="checkbox"/> Photo Copies           | <input type="checkbox"/> Fic. Name          |
| <input type="checkbox"/> Certified Copy      | <input type="checkbox"/> Call When Ready        | <input type="checkbox"/> CUS                |
| <input type="checkbox"/> Call When Ready     | <input type="checkbox"/> Call If Problem        | <input type="checkbox"/> After 4:30         |
| <input checked="" type="checkbox"/> Walk In  |   | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out            |   |   |

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

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46 FEB 13 PM 3:17  
DIVISION OF CORPORATION  
46 FEB 13 PM 9:22  
SECRETARY OF STATE

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE  
STATE OF FLORIDA:**

**1. Thinking Machines Corporation**

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

**2. Delaware**

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

**3. 04-3294782**

(FEI number, if applicable)

**4. October 24, 1995**

(Date of incorporation)

**5. Perpetual**

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

**6. Upon Qualification**

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.156, F.S.))

**7. 14 Crosby Drive, Bedford, Massachusetts 01730**

(Current mailing address)

**8. See attached purpose clause**

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

**9. Name and street address of Florida registered agent:**

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip Code)

**10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

(Registered agent's signature) (Officer)

Assistant Vice President

(Type Name and Title of Officer)

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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: Robert L. Doratti

Address: 14 Crosby Drive

Bedford, Massachusetts 01730

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

B. OFFICERS

President: see attached list of officers

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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DIVISION OF CORPORATIONS

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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

13. \_\_\_\_\_

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Robert L. Doratti, President

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

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SECRETARY OF STATE  
DIVISION OF REGISTRATIONS

**Appendix to Florida  
Application by Fgn. Corp. for Authorization to Transact Business in Florida**

**Purpose Clause of  
Thinking Machines Corporation**

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To engage in research and development activities in the field of artificial intelligence, and to manufacture, market, sell and otherwise distribute computers, computer software, computer systems and computer equipment of every type and description

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**Appendix to Florida  
Application by Fgn. Corp. for Authorization to Transact Business in Florida**

**Officers of  
Thinking Machines Corporation**

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1. Robert L. Doretti, President  
14 Crosby Drive  
Bedford, Massachusetts 01730
2. Robert J. LaBossiere, Treasurer and Secretary  
14 Crosby Drive  
Bedford, Massachusetts 01730
3. Stacey Cannon, Assistant Secretary  
14 Crosby Drive  
Bedford, Massachusetts 01730

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CORPORATIONS

February 9, 1996

Corporations Officer  
Division of Corporations  
State of Florida  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Permission to use Corporate Name "Thinking Machines Corporation"

Ladies and Gentlemen:

On behalf of RTMC Corporation (formerly known as Thinking Machines Corporation), I hereby grant permission to Thinking Machines Corporation to use the corporate name for all lawful purposes.

RTMC CORPORATION

By:

  
Robert L. Doretti, President

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DIVISION OF CORPORATIONS  
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State of Delaware  
**Office of the Secretary of State**

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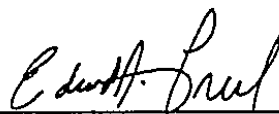
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THINKING MACHINES CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINTH DAY OF FEBRUARY, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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RECORDS



  
Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

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