

F96000004131

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

100001642201
-11/20/95--01104--002
*****78.75 *****78.75

SUBJECT: Demand Technology, Inc.
(Name of corporation - must include suffix)

W75-15849
P300

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:

Thomas M. Parry
(Name of Person)
MARZOUK & PARRY
(Firm/Company)
1120 19th Street, N.W.
(Address)
Washington, D.C. 20036
(City, State and Zip Code)

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-03/20/96--01027--001
***1400.00 ***1400.00

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

Thomas M. Parry at (202) 463 - 7293
(Name of Person) Area Code & Daytime Telephone Number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 AUG 13 PM 1:54

FILED

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

MAILING ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 19, 1996

THOMAS M. PARRY
MARZOUK & PARRY
1120 19TH ST NW
WASHINGTON, DC 20036

SUBJECT: DEMAND TECHNOLOGY, INC.
Ref. Number: W95000013849

We have received your document for DEMAND TECHNOLOGY, INC. and your check(s) totaling \$1478.75. However, the document has not been filed and is being retained in this office for the following:

Please be advised that the certificate of good standing is dated 06-23-95. This office requires the certificate to be dated no more than 90 days old. Please have a new certificate issued and forward it to my personal attention.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 696A00012527



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 20, 1996

THOMAS M. PARRY
MARZOUK & PARRY
1120 19TH ST NW
WASHINGTON, DC 20036

SUBJECT: DEMAND TECHNOLOGY, INC.
Ref. Number: W95000013849

CERTIFIED MAIL #P348 066 903 RETURN RECEIPT REQUESTED

This letter constitutes notice that the Department of State (Department) intends to pursue all legal remedies provided in Sections 607.0130(3) and 607.1502(4), Florida Statutes, because of the failure of DEMAND TECHNOLOGY, INC. to pay the appropriate penalties and fees incurred by the transacting of business as a foreign corporation in Florida without authority. I have enclosed a copy of Sections 607.0130(3), 607.1501 and 607.1502, Florida Statutes, for your review.

The application submitted by DEMAND TECHNOLOGY, INC. for authority to transact business in Florida indicates that the corporation transacted business in Florida prior to qualifying. As a result, associated penalties and fees imposed by Section 607.1502(4), Florida Statutes, are due and owing the Department.

Penalties and fees in the amount of \$1400.00 are now due. To avoid further penalty, payment must be remitted within 45 days of receipt of this letter. Please make your check payable to the Department of State and forward it to this office.

In the event the date business was first transacted in Florida is incorrect or the activity falls under an enumerated exemption provided in Section 607.1501(2), Florida Statutes, please provide this office with an affidavit to that effect. If it is determined that the affidavit establishes either circumstance, all penalties and fees previously imposed will either be withdrawn or will be recalculated in accordance with the corrected information, and the application will be processed accordingly. If you have any questions regarding this matter, please telephone (904) 487-6091. I look forward to your response.

Sincerely,

Marc W. Dunbar, Assistant General Counsel

Enclosures Letter No. 896A00007413



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 27, 1995

THOMAS M. PARRY
MARZOUK & PARRY
1120 19TH ST NW
WASHINGTON, DC 20036

SUBJECT: DEMAND TECHNOLOGY, INC.
Ref. Number: W95000013849

This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for DEMAND TECHNOLOGY, INC..

The referenced application states that the corporation has transacted business in the State of Florida since January 2, 1993. You were notified by letter dated July 11, 1995, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$1400.00 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (904) 487-6091.

Doug Dickinson
Document Specialist Letter No. 295A00051721

Enclosure



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 11, 1995

THOMAS M. PARRY
MARZOUK & PARRY
1120 19TH ST NW
WASHINGTON, DC 20036

SUBJECT: DEMAND TECHNOLOGY, INC.
Ref. Number: W95000013849

We have received your document for DEMAND TECHNOLOGY, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1400.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 995A00033180

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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. DEMAND TECHNOLOGY, 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. Delaware
(State or country under the law of which it is incorporated)
3. 65-0372209
(FEI number, if applicable)
4. November 13, 1992 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. January 2, 1993
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.156, F.S.))
7. 1020 Eighth Avenue South, Suite 6
Naples, Florida 33940
(Current mailing address)

8. Software Products and Services
(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 obligations of my position as registered agent.

C T CORPORATION SYSTEM

Kevin J. Gallagher
(Registered agent's signature) (Officer)

Kevin J. Gallagher, Asst. V.P.
(Type Name and Title of Officer)

FILED
AUG 13 PM 1:30
TALLAHASSEE, FLORIDA

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: (Street address ONLY- P. O. Box NOT acceptable)

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

Director: Mark Friedman
~~Chairman:~~

Address: 1020 Eighth Avenue South, Suite 6

Naples, Florida 33940

Director: Linda Palmer Friedman
~~Vice Chairman:~~

Address: 1020 Eighth Avenue South, Suite 6

Naples, Florida 33940

Director:

Address:

Director:

Address:

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

President: Linda Palmer Friedman

Address: 1020 Eighth Avenue South, Suite 6

Naples, Florida 33940

Vice President: Mark Friedman

Address: 1020 Eighth Avenue South, Suite 6

Naples, Florida 33940

Secretary: Tobey Marzouk

Address: 1120 19th Street, N.W., Suite 750

Washington, D.C. 20036

Treasurer: Mark Friedman

Address: 1120 Eighth Avenue South, Suite 6

Naples, Florida 33940

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

13. Linda Palmer Friedman
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Linda Palmer Friedman, President
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DEMAND TECHNOLOGY, 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 FIRST DAY OF AUGUST, A.D. 1996.

FILED
95 AUG 13 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA




Edward J. Freel, Secretary of State

2316219 8300

960220658

AUTHENTICATION

DATE

8051999

08-01-96