

F98000002227

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: NuStats, 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:

Johanna Zmud
(Name of Person)
NuStats, Inc.
(Firm/Company)
3006 Bee Caves Rd., Ste. A-300
(Address)
Austin, Texas 78746
(City/State/Zip)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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*****70.00 *****70.00

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

Johanna Zmud at (512) 306-9065 x2225
(Name of Person) (Area Code & Daytime Telephone Number)

498-7584

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



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 6, 1998

JOHANNA ZMUD
NUSTATS, INC.
3006 BEE CAVES RD, SUITE A300
AUSTIN, TX 78746

SUBJECT: NUSTATS, INC.
Ref. Number: W98000007584

We have received your document for NUSTATS, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 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 \$1150.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business 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 in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

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 (850) 487-6092.

Hart Collins
Senior Corporate Section Administrator

Letter Number: 498A00018108



April 14, 1998

Mr. Hart Collins
Senior Corporate Section Administrator
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

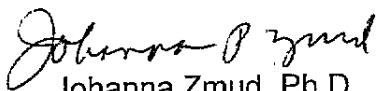
Dear Mr. Collins,

In response to your letter dated April 6, 1998 (#498A00018108) regarding NuStats' application to conduct business in the State of Florida, NuStats is providing a sworn affidavit that states erroneous information was inserted in our application. Currently, item #6 of the application shows a date of 12/97. However, after reviewing the Florida Statutes you provided with your letter, we have determined that NuStats has not conducted business transactions within the State of Florida pursuant to section 607.1501.

NuStats is in the business of survey research. We have provided survey research services for both public and private organizations across the United States. We have conducted several public opinion surveys in Florida in the past and are currently conducting a survey on transportation issues on behalf of the University of South Florida. The typical survey is conducted over the telephone from our data collection department located in Austin, Texas. Respondents to our surveys provide their opinions voluntarily and are not compensated whatsoever.

If you need further clarification, please call me at extension 2225.

Sincerely,


Johanna Zmud, Ph.D.
Executive Vice-President

attachment

c:\admin\sof_cvr.doc

3006 Bee Caves Rd., Suite A-300 • Austin, Texas 78746

Phone 512-306-9065 • Fax 512-306-9077

<http://www.nustats.com>

I, Johanna Zmud, do hereby state that erroneous information was submitted by NuStats, Incorporated in the Application by Foreign Corporation for Authorization to Transact Business in Florida.

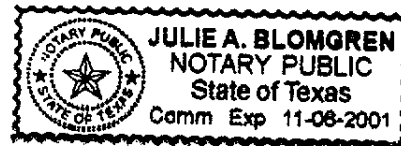
Item number 6, (Date first transacted business in Florida), currently reads "12/97." The response to this item should have indicated "Not Applicable." NuStats Incorporated has not transacted business in the State of Florida previous to the date of application submittal.

Affirmed:

Witness:

Johanna Zmud Date: 4/14/98
Johanna Zmud
Executive Vice-President
NuStats, Incorporated
3006 Bee Caves Rd., A-300
Austin, Texas 78746
(512) 306-9065

Julie Blomgren Date: 4/16/98
Julie Blomgren
Notary Public



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DIVISION OF CORPORATIONS
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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

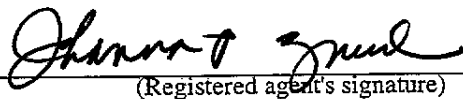
IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. NuStats, 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. Texas
(State or country under the law of which it is incorporated)
3. 74-2334779
(FEI number, if applicable)
4. October 1, 1984
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. 12/97
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 3006 Bee Caves, Ste. A-300
Austin, TX 78746
(Current mailing address)
8. The transaction of any or all lawful business for which a corporation may be incorporated under the Texas Business Corp. Act.
(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: (P.O. Box or Mail Drop Box NOT acceptable)**
Name: Johanna P. Zmud
3826 Longford Dr.
Office Address: _____
Tallahassee, Florida, 32308
(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.


(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.

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: Carlos H. Arce

Address: 3006 Bee Caves Rd., Ste. A-300
Austin, TX 78746

Vice Chairman: Johanna P. Zmud

Address: 3006 Bee Caves Rd., Ste. A-300
Austin, TX 78746

Director: Ana Casas

Address: 4600 Shoalwood Ave.
Austin, TX 78756

Director: _____

Address: _____

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

President: Carlos H. Arce

Address: 3006 Bee Caves Rd., Ste. A-300
Austin, TX 78746

Vice President: Johanna P. Zmud

Address: 3006 Bee Caves Rd., Ste. A-300
Austin, TX 78746

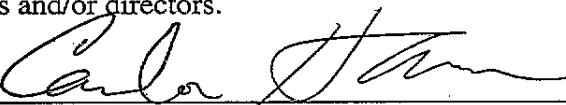
Secretary: Johanna P. Zmud

Address: 3006 Bee Caves Rd., Ste. A-300
Austin, TX 78746

Treasurer: Johanna P. Zmud

Address: 3006 Bee Caves Rd., Ste. A-300
Austin, TX 78746

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. Carlos H. Arce, President
(Typed or printed name and capacity of person signing application)



The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED that
Articles of Incorporation of

NUSTATS, INC.
File No. 722877

were filed in this office and a certificate of incorporation was issued to this corporation,
and no certificate of dissolution is in effect and the corporation is currently in existence.

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*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on April 2, 1998.*



Alberto R. Gonzales
Secretary of State

BAM