

F98000002362

FILING COVER SHEET

REFERENCE: 0173.2294
DATE: 4-24-98
CONTACT: CINDY HICKS
FROM: CORPORATE & CRIMINAL RESEARCH SERVICES
103 N. MERIDIAN STREET
TALLAHASSEE, FL 32301
TELEPHONE: 222-1173
SUBJECT: Smartdisk International, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 24 PM 2:22

STATE FEES PREPAID WITH CHECK # 9536 FOR \$ 122.50

PLEASE FILE:

<input type="checkbox"/> ARTICLES OF INC.	<input type="checkbox"/> AMENDMENT	<input type="checkbox"/> DISSOLUTION
<input type="checkbox"/> ANNUAL REPORT	<input type="checkbox"/> MERGER	<input type="checkbox"/> WITHDRAWAL
<input checked="" type="checkbox"/> QUALIFICATION	<input type="checkbox"/> LIMITED PARTNERSHIP	<input type="checkbox"/> ANNUAL REPORT
<input type="checkbox"/> FICTITIOUS NAME	<input type="checkbox"/> LIMITED LIABILITY	<input type="checkbox"/> REINSTATEMENT
<input type="checkbox"/> TRADEMARK/SERVICE	<input type="checkbox"/> UCC-1	<input type="checkbox"/> UCC-3

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32301

98 APR 24 AM 11:31

PROVIDE US WITH:

☒ CERTIFIED COPY ☐ CERTIFICATE OF STATUS ☐ STAMPED COPY

Examiner's Initials

700002499707--7
-04/24/98--01070--015
****122.50 ****122.50

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

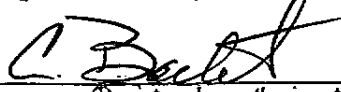
**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:**

1. SMARTDISK INTERNATIONAL, 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. _____
(FEI number, if applicable)
4. 2/27/98
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. 2/27/98
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 3506 MERCANTILE AVE.
NAPLES, FL 34104-3310
(Current mailing address)
8. To engage in any lawful act or activity for which a corporation may be organized.
(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: NRAI SERVICES, INC.

Office Address: 526 E. PARK AVENUE
TALLAHASSEE 32301
_____, Florida, _____
(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 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: Michael S. Battaglia
c/o SmartDisk International, Inc.

Address: 3506 Mercantile Ave., Naples, FL 34104-3310

Vice Chairman: _____

Address: _____

Director: Michael S. Battaglia

Address: c/o SmartDisk International, Inc.

3506 Mercantile Ave., Naples, FL 34104-3310

Director: John Wynkoop

Address: c/o SmartDisk International, Inc.

3506 Mercantile Ave., Naples, FL 34104-3310

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

President: Toshio Yajima

Address: c/o SmartDisk International, Inc.

3506 Mercantile Ave., Naples, FL 34104-3310

Vice President: _____

Address: _____

Secretary: John Wynkoop

Address: c/o SmartDisk International, Inc.

3506 Mercantile Ave., Naples, FL 34104-3310

Treasurer: David Stone

Address: c/o SmartDisk International, Inc.

3506 Mercantile Ave., Naples, FL 34104-3310

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

13. John W. Wynkoop

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

14. Secretary

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

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State of Delaware
Office of the Secretary of State

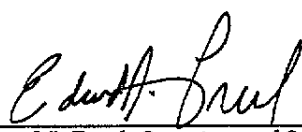
PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SMARTDISK INTERNATIONAL, 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-SECOND DAY OF APRIL, A.D. 1998.

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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 24 PM 2:22




Edward J. Freel, Secretary of State

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AUTHENTICATION: 9039980
DATE: 04-22-98