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Florida Department of State
Division of Corporations
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Fax Number : (850) 922-4003

From:
Account Name : EDWARDS & ANGELL
Account Number : 075410001517
Phone : (561) 833-7700
Fax Number : (561) 655-8719

FOREIGN PROFIT QUALIFICATION

FOTOTAG, INC.

Certificate of Status	1
Certified Copy	1
Page Count	03
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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
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. Fototag, 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. State of Delaware 3. 59-3464867
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. 3/14/1997 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 8/19/1998
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)
7. 1830 Penn Street
Melbourne, FL 32904
(Current mailing address)
8. Engage in any lawful act or activity for which corporations may
be organized under the General Corporation Law of the State of
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Delaware
Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT
acceptable)
Name: Stuart P. Dawley
Office Address: 1830 Penn Street
Melbourne, Florida, 32904
(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.

By: [Signature]
(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.

Gregory E. Young, Florida Bar #876800, Edwards & Angell, 250 Royal Palm Way,
#300, Palm Beach FL 33480 (561) 833-7700
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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)

Director: Gavin C. Ridge
Address: 1830 Penn Street
Melbourne, FL 32904

Director: Jeffery B. Weinress
Address: 1830 Penn Street
Melbourne, FL 32904

Director: Stuart P. Dawley
Address: 1830 Penn Street
Melbourne, FL 32904

Director: Don F. Riordan, Jr. Sally H. Ball
Address: 1830 Penn Street 1830 Penn Street
Melbourne, FL 32904 Melbourne, FL 32904

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

President: Gavin C. Ridge
Address: 1830 Penn Street
Melbourne, FL 32904

Assistant Secretary: Stuart P. Dawley
Address: 1830 Penn Street
Melbourne, FL 32904

Secretary: Don F. Riordan, Jr.
Address: 1830 Penn Street
Melbourne, FL 32904

Treasurer: Jeffery B. Weinress
Address: 1830 Penn Street
Melbourne, FL 32904

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. STUART P. DAWLEY
(Typed or printed name and capacity of person signing application)

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 "FOTOTAG, 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-NINTH DAY OF DECEMBER, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

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DATE: 9491150

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