

F990000003145

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: ROXY SYSTEMS, 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:

STEPHEN P. AMBROSE  
(Name of Person)  
ROXY SYSTEMS, INC. / ROXY.COM, INC. 000002909190--7  
(Firm/Company) -06/18/99--01081--016  
\*\*\*\*\*78.75 \*\*\*\*\*78.75  
117 SOUTH STREET  
(Address)  
HOPKINTON, MA 01748  
(City/State/Zip)

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

STEPHEN P. AMBROSE at (800) 451-5999 x101  
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section  
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

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JUN 18 PM 12:25  
mtm  
6/18

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☒ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

**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. ROXY SYSTEMS, 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. MASSACHUSETTS 3. 04-3311314  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. APRIL 1996 5. PERPETUAL  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. NO TRANSACTIONS TO DATE - ASSET PURCHASE OF FLORIDA COMPANY SCHEDULED  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.) TO TAKE PLACE ON OR AFTER 6/18/99.

7. 117 SOUTH STREET  
HOPKINTON, MA 01748  
(Current mailing address)

8. MAIL ORDER / RETAIL SALE OF WIRELESS PRODUCTS TO CONSUMERS.  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

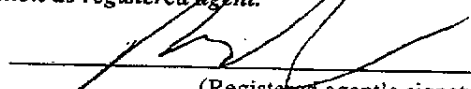
Name: RICHARD SWERDLOW

Office Address: 3380 N. 28TH TERRACE

HOLLYWOOD, FL, Florida, 33020  
(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.

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: Mr. Keith Clougherty

Address: 60 Pinewood Road  
Bolton, MA 01740

Vice Chairman: Mr. Michael Jeans

Address: 107 Westford Road  
Concord, MA 01742

Director: Mr. Lauren Walters

Address: 846 Sudbury Road  
Concord, MA 01742

Director: Mr. Eric Helgeland

Address: 2828 Jordan Avenue  
Minnetonka, MN 55305

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

President: Mr. Michael Jeans

Address: 107 Westford Road  
Concord, MA 01742

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

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

Secretary: Mr. Philip P. Rossetti

Address: 14 Southgate Road  
Wellesley, MA 02482

Treasurer: Mr. Stephen P. Ambrose

Address: 159 Mt. Vernon Street  
Malden, MA 02148

**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. \_\_\_\_\_  
(Typed or printed name and capacity of person signing application)

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CLERK

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

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

Director: Mr. Todd Collins  
Address: 20 Overlook Park  
Newton, MA 02459

Director: Mr. Andrew Devereaux  
Address: 11 Lawnbank Road  
Beverly, MA 01915

Director: Mr. John Damrow  
Address: 4417 Eagle Ridge Place  
Minnetonka, MN 55345

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

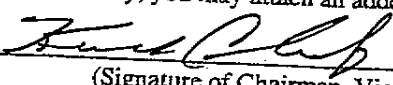
President: \_\_\_\_\_  
Address: \_\_\_\_\_

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

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

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. KEITH CLOUGHERTY CHAIRMAN  
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE  
DIVISION OF REGISTRATION  
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William Francis Galvin  
Secretary of the  
Commonwealth

# *The Commonwealth of Massachusetts*

*Secretary of the Commonwealth*

*State House, Boston, Massachusetts 02133*

January 19, 1999

TO WHOM IT MAY CONCERN:

I hereby certify that the records of this office show that

Roxy Systems, Inc.

a corporation organized under the laws of Delaware

on April 12, 1996

was qualified to do business in

this Commonwealth on

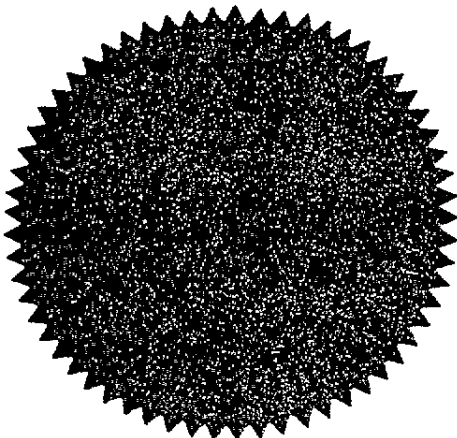
September 18, 1998

under the

provisions of Massachusetts General Laws Chapter 181, section 4, and I further certify that said corporation is still qualified to do business in this Commonwealth.

I also certify that said corporation is not delinquent in the filing of any Annual Reports required to date.

RECEIVED  
SECRETARY OF STATE  
DIVISION OF STATE  
AFFAIRS  
99 JAN 18 PM 12:26



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

*William Francis Galvin*

Secretary of the Commonwealth