



# F01000004754

ACCOUNT NO. : 072100000032

REFERENCE : 459386 7118689

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 70.00

FILED  
01 SEP -7 AM 11:58  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

ORDER DATE : September 5, 2001

ORDER TIME : 9:59 AM

ORDER NO. : 459386-005

CUSTOMER NO: 7118689

500004575035--8

CUSTOMER: Ms. Karen Myers  
Venture Law Group  
4750 Carillon Point

Kirkland, WA 98033

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

2001 SEP -7 AM 10:32

NO ACKNOWLEDGE  
SUFFICIENCY OF FILING

FOREIGN FILINGS

SUBJECT: WORLDCATCH, INC.



XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

DK

- CERTIFIED COPY
- XX        PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder -- EXT# 1118

EXAMINER: \_\_\_\_\_

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

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- 1. Worldcatch, 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. Washington 3. 91 - 2007151  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
- 4. August 18, 1999 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
- 6. April 1, 2001  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
- 7. 2100 North Pacific Street, Suite 200, Seattle, WA 98103  
(Principal office address)  
2100 North Pacific Street, Suite 200, Seattle, WA 98103  
(Current mailing address)
- 8. On-line seafood sales  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

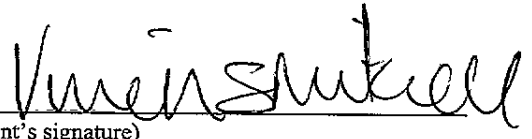
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301  
(City) (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.*

Corporation Service Company  
  
 (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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

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

Vice Chairman: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

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B. OFFICERS

President: See attached officers/directors rider

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

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

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

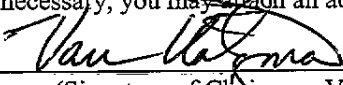
Secretary: \_\_\_\_\_

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. VAN KATZMAN, VICE PRESIDENT  
(Typed or printed name and capacity of person signing application)

# WORLDCATCH, INC.

## List of Officers and Directors

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### Officers

VACANT  
President  
c/o WorldCatch, Inc.  
2100 N. Pacific Street  
Suite 200  
Seattle, WA 98103

Thomas W. Poole  
Executive Vice President – Business  
Development  
c/o WorldCatch, Inc.  
2100 N. Pacific Street  
Suite 200  
Seattle, WA 98103

James K. Hilger  
Chief Executive Officer and Chairman  
c/o WorldCatch, Inc.  
2100 N. Pacific Street  
Suite 200  
Seattle, WA 98103

Van Katzman  
Secretary; VP of Strategic Business  
Development & General Counsel  
c/o WorldCatch, Inc.  
2100 N. Pacific Street  
Suite 200  
Seattle, WA 98103

John Fiorillo  
VP of Online Media  
c/o WorldCatch, Inc.  
2100 N. Pacific Street  
Suite 200  
Seattle, WA 98103

### Directors

Thomas W. Poole  
c/o WorldCatch, Inc.  
2100 N. Pacific Street  
Suite 200  
Seattle, WA 98103

James K. Hilger  
c/o WorldCatch, Inc.  
2100 N. Pacific Street  
Suite 200  
Seattle, WA 98103

Bill Ericson  
c/o Mohr Davidow Ventures  
505 5th Avenue South  
Suite 610  
Seattle, WA 98104

Erik Straser  
c/o Mohr Davidow Ventures  
2775 Sand Hill Road  
Suite 240  
Menlo Park, CA 94025

Matt McIlwain  
c/p Madrona Investment Group  
1000 Second Avenue, Suite 3700  
Seattle, WA 98104

David Pool  
c/o XML Fund, LLC  
77 108th Avenue NE, Suite 1800  
Bellevue, WA 98004

# STATE of WASHINGTON



## SECRETARY of STATE

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, SAM REED, Secretary of State of the State of Washington and custodian of its seal

hereby issue this

### CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

WORLDCATCH, INC.

I FURTHER CERTIFY that the records on file in this office show that the above named profit corporation was formed under the laws of the State of Washington and was issued a Certificate of Incorporation in Washington on August 19, 1999.

I FURTHER CERTIFY that as of the date of this certificate, no Articles of Dissolution have been filed, and that the corporation is duly authorized to transact business in the corporate form in the State of Washington.



Date: September 6, 2001

Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

  
sm  
Sam Reed, Secretary of State