

F020000001205^{9.}

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: INCAT 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:

Derek Pratley, Controller 200004704402--7
(Name of Person) 12/04/01-01063-003
INCAT Systems, Inc. ****70.00 ****70.00
(Firm/Company) Wal-27754
41370 Bridge St
(Address)
Novi, MI 48375-1302
(City/State and Zip code)

For further information concerning this matter, please call:

Colleen M. Zoll, at (248) 426-1779
(Name of Person) (Area Code & Daytime Telephone Number)
Assistant Cointroller

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 6, 2001

DEREK PRATLEY
41370 BRIDGE ST.
NOVI, MI 48375-1302

SUBJECT: INCAT SYSTEMS, INC.
Ref. Number: W01000027754

We have received your document for INCAT SYSTEMS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please complete the entire form.,

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 245-6097.

Michael Mays
Document Specialist

Letter Number: 801A00064397

02 MAR -8 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 16, 2002

DEREK PRATLEY
41370 BRIDGE ST.
NOVI, MI 48375-1302

SUBJECT: INCAT SYSTEMS, INC.
Ref. Number: W01000027754

We have received your document for INCAT SYSTEMS, 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/uniform business 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/uniform business report and penalty fees is \$1150.00.

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, 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 notarized 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, 617.1501 or 608.502, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Michael Mays
Document Specialist

Letter Number: 302A00002281



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 22, 2002

DEREK PRATLEY
41370 BRIDGE ST.
NOVI, MI 48375-1302

SUBJECT: INCAT SYSTEMS, INC.
Ref. Number: W01000027754

We have received your document for INCAT SYSTEMS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 245-6097.

Michael Mays
Document Specialist

Letter Number: 902A00011028

FILED
02 MAR -8 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



INCAT Systems, Inc.
41370 Bridge St.
Novi, MI 48375-1302

www.incat.com
Voice: 248.426.1482
Fax: 248.426.8398

February 13, 2002

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Attn: Michael Mays, Document Specialist

Re: INCAT Systems Inc.
EIN: 38-3384508
Ref. Number W01000027754

To whom it May Concern:

I am writing in response to the notice regarding civil penalties for conducting affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees. A copy of your notice is attached for your reference.

According to the enclosed notice INCAT is being assess penalties for conducting business in the state with proper authority.

INCAT has been forwarding to the State of Florida documentation regarding the merger of Integrated Systems Technologies, Inc FEIN # 38-2857221 and INCAT on May 30 2000. Prior to the merger Integrated Systems Technologies, Inc. was in good standing with the State of Florida.

The late filing of the documents was the result of miscommunication. INCAT sent numerous requests information on how to inform the State of Florida of the merger, with no success. Then finally we received the proper forms and assistance from Occupational License in the City Altamonte Springs.

Based on the circumstances leading to the late filing, particularly the non-recurring nature of its mergers, we respectfully request that the penalties assessed in the enclosed notice be waived.

Please call me at (248) 426-1779 if you have any questions regarding our request. We sincerely appreciate your consideration of our request.

Sincerely,

Colleen M. Zoll
Assistant Controller

Enclosure

FILED
02 MAR - 9 11 8 56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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. TNCAT 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. Michigan 3. 33-3384508
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 12-11-97 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. merger date 5/30/00
(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. 217 N. Westmonte Dr., Ste 3026, Altamonte Springs, FL 32714
(Principal office address)
- 41370 Bridge St., Novi, MI 48375-1302
(Current mailing address)

8. Consulting/Sales of Engineering Equipment
(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: CT CORPORATION SYSTEM
- Office Address: 1200 SOUTH PINE ISLAND ROAD
- PLANTATION, Florida 33324
(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.



(Registered agent's signature)

Jennifer L. Gollbach
Asst. Secretary

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 attach list

Address: _____

Vice Chairman: _____

Address: _____

Director: Douglas Henry

Address: INCAT 41370 Bridge St., Novi, MI 48382

Director: Ulrich Herter

Address: INCAT 41370 Bridge St., Novi, MI 48382

B. OFFICERS

President: Ulrich Herter

Address: INCAT 41370 Bridge St., Novi, MI 48382

Vice President: Henry Hutchinson

Address: INCAT 41370 Bridge St., Novi, MI 48382

Secretary: Derek Pratley

Address: INCAT 41370 Bridge St., Novi, MI 48382

Treasurer: _____

Address: _____

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SECRETARY OF STATE
TALAMON, T. KIRK

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

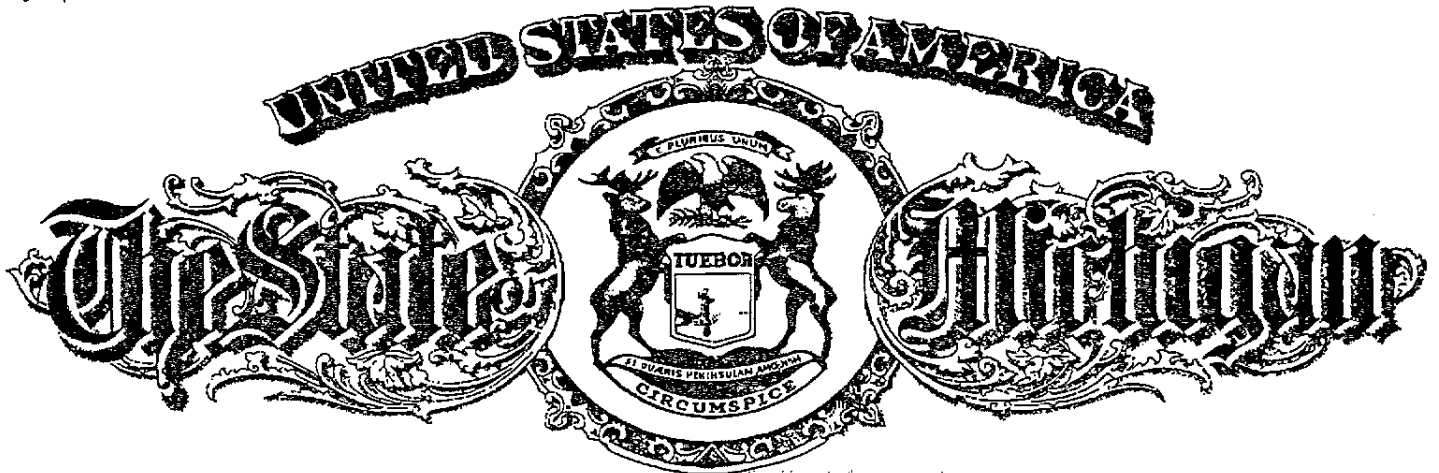
13. Derek Pratley
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Derek Pratley, SECRETARY/TREASURER
(Typed or printed name and capacity of person signing application)

INCAT Systems, Inc.
Directors & Officers and Social Security Numbers

<u>Directors</u>	<u>Title</u>	<u>Social Security No.</u>
Douglas Hentry		
Ulrich Herter		
 <u>Officers</u>		
Ulrich Herter	President	382-66-1916
Henry Hutchinson	Vice President - Operations	401-04-9483
Derek Pratley	Secretary/Treasurer	386-21-3637

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

INCAT SYSTEMS, INC.

was validly incorporated on December 11, 1997, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this state.

This certificate is issued to attest to the fact that the corporation is in good standing in Michigan as of this date and is duly authorized to transact business or conduct affairs in Michigan and for no other purpose.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 21st day of December, 2001

 , Director

Bureau of Commercial Services