

F13000002446

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

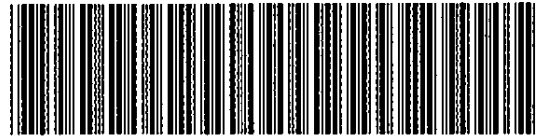
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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13 JUN - 6 PM 4: 20

FILED  
13 JUN - 6 PM 4: 26  
SECRETARY OF STATE  
TALLAHASSEE, FLA

7 2013 JUN 7 2013



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195  
REFERENCE : 678097 4367213  
AUTHORIZATION : *Susie Knight*  
COST LIMIT : \$ 78.75

ORDER DATE : June 6, 2013  
ORDER TIME : 3:12 PM  
ORDER NO. : 678097-005  
CUSTOMER NO: 4367213

FOREIGN FILINGS

NAME: BCS NORTH AMERICA INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 52956

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

**COVER LETTER**

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** BCS North America 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," or "Certificate of Good Standing" 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:

Steven Polard, Esq.

Name of Person

Davis Wright Tremaine LLP

Firm/Company

865 S. Figueroa Street

Address

Suite 2400

City/State and Zip code

WilhelminaGonzagueTaylor@dwt.com

E-mail address: (to be used for future annual report notification).

For further information concerning this matter, please call:

Jerome Suarez/GSC

at ( 800 ) 927-9801 x52207

Name of Person

Area Code & Daytime Telephone Number

**STREET/COURIER ADDRESS:**

New Filing Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

New Filing 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

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.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
13 JUN -6 PM 4:25  
FILED

1. BCS North America Inc.  
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")  
  
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida):  
2. Delaware 3. 74-3250909  
(State or country under the law of which it is incorporated) (FEI number, if applicable)  
4. 12/11/2007 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")  
6. Upon filing  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2880 Zanker Road, Suite 203, San Jose, CA 95134  
(Principal office address)  
2880 Zanker Road, Suite 203, San Jose, CA 95134  
(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized under the State General Corporate Laws of the State of Florida  
(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 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.*

*Jerome L. Suarez*

(Registered agent's signature)  
Jerome L. Suarez, Assistant 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: \_\_\_\_\_

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

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

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

Director: Stephen John Fullerton

Address: 2880 Zanker Road, Suite 203

San Jose, CA 95134

Director: Patrick William Teo

Address: 2880 Zanker Road, Suite 203

San Jose, CA 95134

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SECRETARY OF STATE  
TALLAMOUNTAIN

FILED

**B. OFFICERS**

President: Patrick William Teo

Address: 2880 Zanker Road, Suite 203

San Jose, CA 95134

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

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

Secretary: Stephen John Fullerton

Address: 2880 Zanker Road, Suite 203, San Jose, CA 95134

Treasurer: Stephen John Fullerton

Address: 2880 Zanker Road, Suite 203, San Jose, CA 95134

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

13. \_\_\_\_\_

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s. 17.155, F.S.

14. Stephen John Fullerton, Director/Secretary/Treasurer

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

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BCS NORTH AMERICA 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 SIXTEENTH DAY OF MAY, A.D. 2013.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BCS NORTH AMERICA INC." WAS INCORPORATED ON THE ELEVENTH DAY OF DECEMBER, A.D. 2007.

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

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

FILED  
13 JUN -6 PM 1:26  
SECRETARY OF STATE  
TALLMANSVILLE

4471824 8300

130599318



You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 0439976

DATE: 05-16-13