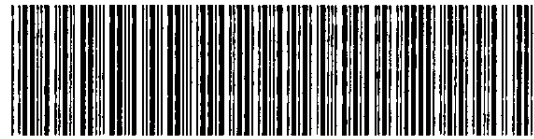


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05/06/11--01043--005 \*\*70.00

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

*Sarah Wilson* GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT *add line to corporate*  
DATE *5/26/11* *name.*  
DOC. NUM *MRS*

Office Use Only

*MRS*  
*5/26*

11 MAY 26 AM 9:34  
SECRETARY OF STATE  
FALLAHASSEE FLORIDA

FILED

111 25613

## COVER LETTER

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

**SUBJECT:** Flaxman Holdings Limited

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:

Shannon Arvin

Name of Person

Stoll Keenon Ogden PLLC

Firm/Company

300 West Vine Street, Suite 2100

Address

Lexington, Kentucky 40507

City/State and Zip code

shannon.arvin@skofirm.com

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

For further information concerning this matter, please call:

Shannon Arvin

Name of Person

at ( 859 ) 231-3000

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

5/13/11



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

May 9, 2011

SHANNON ARVIN  
STOLL KEENON OGDEN PLLC  
300 WEST VINE STREET, SUITE 2100  
LEXINGTON, KY 40507

SUBJECT: FLAXMAN HOLDINGS LIMITED  
Ref. Number: W11000025613

We have received your document for FLAXMAN HOLDINGS LIMITED 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 use of LIMITED or LTD. is not sufficient as a corporate designation. The name must include a word such as INCORPORATED, INC., CORPORATION or CORP.

If you have any questions concerning the filing of your document, please call (850) 245-6879.

Ruby Dunlap  
Regulatory Specialist II

Letter Number: 511A00011371

**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. Flaxman Holdings Limited 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. 61-0995093  
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. 6/22/1995 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1/1/2011  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 6100 Mt. Horeb Pike, Lexington, Kentucky 40511  
(Principal office address)

6100 Mt. Horeb Pike, Lexington, Kentucky 40511  
(Current mailing address)

8. Thoroughbred business  
(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)

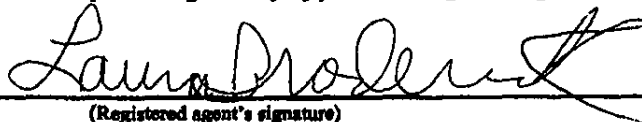
Name: CT Corporation System

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)

Laura Broderick  
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.

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

11 MAY 26 AM 9:34

FILED

12. Names and business addresses of officers and/or directors:

FILED

11 MAY 26 AM 9:34

**A. DIRECTORS**

Chairman: Christoph Klemm

Address: c/o Flaxman Holdings, 6100 Mt. Horeb Pike  
Lexington, Kentucky 40511

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Vice Chairman: Lysianne Kobler

Address: c/o Flaxman Holdings, 6100 Mt. Horeb Pike  
Lexington, Kentucky 40511

Director: Raymond Highman

Address: c/o Flaxman Holdings, 6100 Mt. Horeb Pike  
Lexington, Kentucky 40511

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

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

**B. OFFICERS**

President: Christoph Klemm

Address: c/o Flaxman Holdings, 6100 Mt. Horeb Pike  
Lexington, Kentucky 40511

Vice President: Lysianne Kobler

Address: c/o Flaxman Holdings, 6100 Mt. Horeb Pike  
Lexington, Kentucky 40511

Secretary: Raymond Highman

Address: c/o Flaxman Holdings, 6100 Mt. Horeb Pike, Lexington, Kentucky 40511

Treasurer: Raymond Highman

Address: c/o Flaxman Holdings, 6100 Mt. Horeb Pike, Lexington, Kentucky 40511

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

13. Shannon B. Powell Attorney

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.817.155, F.S.

14. Christoph Klemm

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

# Delaware

PAGE 1

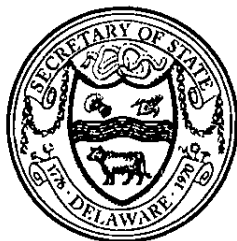
*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FLAXMAN HOLDINGS LIMITED" 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 TWENTIETH DAY OF APRIL, A.D. 2011.

FILED  
11 MAY 26 AM 9:34  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

2518273 8300

110349790



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: 8706602

DATE: 04-20-11