

F12000001124

(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:

NO COPY

Office Use Only



600223092926

03/01/12--01024--013 **78.75

W12-12945

FILED
12 MAR 13 PM 4:45
SECRETARY OF STATE
MASSACHUSETTS

2 Burch MAR 14 2012

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Gold Star USA, 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:

Philip A. Verruto

Name of Person

Gold Star UA, Inc.

Firm/Company

651 Okeechobee Blvd., Suite 1112

Address

West Palm Beach, Florida 33401

City/State and Zip code

paverruto@mac.com

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

For further information concerning this matter, please call:

Philip A. Verruto

Name of Person

at (561) 304-8438

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED
12 MAR 13 PM 3:22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 2, 2012

PHILIP A. VERRUTO
651 OKEECHOBEE BLVD STE 1112
WEST PALM BEACH, FL 33401

SUBJECT: GOLD STAR USA, INC.
Ref. Number: W12000012345

We have received your document for GOLD STAR USA, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

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) 245-6052.

Tim Burch
Regulatory Specialist II

Letter Number: 512A00008395

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

FILED
12 MAR 13 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Gold Star USA, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

Majic Gro USA
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 45-4620178
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 8, 2010 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 651 Okeechobee Blvd. Suite 1112, West Palm Beach, FL 33401
(Principal office address)

651 Okeechobee Blvd. Suite 1112, West Palm Beach, FL 33401
(Current mailing address)

8. Export of liquid organic fertilizer and other products
(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: Philip Verruto
Office Address: 651 Okeechobee Blvd. Suite 1112
West Palm Beach, Florida 33401
(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)

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: Michael Varrasse

Address: 651 Okeechobee Blvd. Suite 1112, West Palm Beach, FL 33401

Vice Chairman: _____

Address: _____

Director: Philip A. Verruto

Address: 651 Okeechobee Blvd. Suite 1112, West Palm Beach, FL 33401

Director: _____

Address: _____

FILED
12 MAR 13 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. OFFICERS

President: Michael Varrasse

Address: 651 Okeechobee Blvd. Suite 1112, West Palm Beach, FL 33401

Vice President: Philip A. Verruto

Address: 651 Okeechobee Blvd. Suite 1112, West Palm Beach, FL 33401

Secretary: Philip A. Verruto

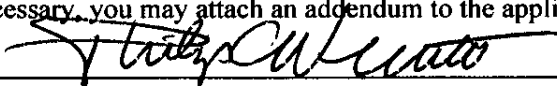
Address: 651 Okeechobee Blvd. Suite 1112, West Palm Beach, FL 33401

Treasurer: _____

Address: _____

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.817.155, F.S.

14. Philip A. Verruto, Vice President & Secretary

(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 "GOLD STAR USA 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 TWELFTH DAY OF MARCH, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GOLD STAR USA INC." WAS INCORPORATED ON THE SEVENTH DAY OF DECEMBER, A.D. 2009.

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

FILED
12 MAR 13 PM 4:45
SECRETARY OF STATE
JAMISSSEL FLORES

4761420 8300

120299137



AUTHENTICATION: 8423554
Jeffrey W. Bullock, Secretary of State

DATE: 03-12-12