

F12000002/23

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

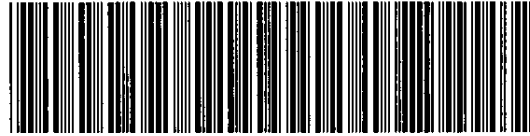
(Document Number)

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

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12 MAY 18 AM 11:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1/4

## COVER LETTER

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

**SUBJECT:** BRAIN & SOFTWARE INTERNATIONAL, 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:

OLIVIER SUREAU

Name of Person

JADE ASSOCIATES MIAMI, INC.

Firm/Company

100 NORTH BISCAYNE BLVD, STE 500

Address

MIAMI, FL 33132

City/State and Zip code

OSUREAU@JADE-ASSOCIATES.COM

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

For further information concerning this matter, please call:

OLIVIER SUREAU

Name of Person

at ( 305 ) 579-0220

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

May 8, 2012

OLIVIER SUREAU  
JADE ASSOCIATES MIAMI, INC.  
100 NORTH BISCAYNE BLVD, STE 500  
MIAMI, FL 33132

SUBJECT: BRAIN & SOFTWARE INTERNATIONAL, INC.  
Ref. Number: W12000025552

We have received your document for BRAIN & SOFTWARE INTERNATIONAL, 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 name and title of the person signing the document must be noted beneath or opposite the signature.

Please return the corrected original and one copy of 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.

Valerie Herring  
Regulatory Specialist II  
New Filing Section

Letter Number: 612A00013790

**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. BRAIN & SOFTWARE INTERNATIONAL, 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. GEORGIA**

(State or country under the law of which it is incorporated)

**3. 11-3739498**

(FEI number, if applicable)

**4. 01/10/2005**

(Date of incorporation)

**5. PERPETUAL**

(Duration: Year corp. will cease to exist or "perpetual")

**6. 04/01/12**

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

**7. 100 N BISCAYNE BLVD, STE 500, MIAMI FL 33132**

(Principal office address)

**100 N BISCAYNE BLVD, STE 500, MIAMI FL 33132**

(Current mailing address)

**8. OPEN OFFICE IN 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: **JADE ASSOCIATES MIAMI, INC**

Office Address: **100 N BISCAYNE BLVD STE 500**

**MIAMI**

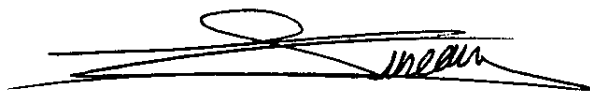
(City)

, Florida **33132**

(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.**

FILED  
12 MAY 18 AM 11:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**A. DIRECTORS**

Chairman: PIERRE-YVES BLANCHET

Address: 100 NORTH BISCAYNE BLVD, STE 500 MIAMI FL 33132

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

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

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

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

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

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

**B. OFFICERS**

President: PIERRE-YVES BLANCHET

Address: 100 NORTH BISCAYNE BLVD, STE 500 MIAMI FL 33132

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 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. \_\_\_\_\_

PIERRE-YVES BLANCHET / DIRECTOR

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

FILED

12 MAY 18 AM 11:02

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Control No. 0504726

# STATE OF GEORGIA

## Secretary of State

Corporations Division  
313 West Tower  
2 Martin Luther King, Jr. Drive  
Atlanta, Georgia 30334-1530

## CERTIFICATE OF EXISTENCE

FILED  
12 MAY 18 AM 11:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, Brian P. Kemp, Secretary of State and the Corporations Commissioner of the state of Georgia, hereby certify under the seal of my office that

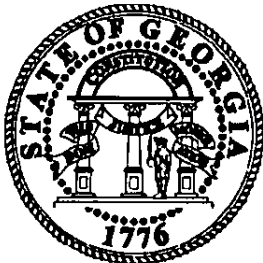
### BRAIN & SOFTWARE INTERNATIONAL, INC.

#### Domestic Profit Corporation

was formed or was authorized to transact business on 01/10/2005 in Georgia. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



WITNESS my hand and official seal of the City of Atlanta and the State of Georgia on 25th day of April, 2012

*B. P. Kemp*

Brian P. Kemp  
Secretary of State