

F01000005754

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Merslie, 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:

Julie Mierzejewski

(Name of Person)

Eastman & Smith Ltd.

(Firm/Company)

P.O. Box 10032

(Address)

Toledo, Ohio 43699-0032

(City/State and Zip code)

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*****70.00 *****70.00

For further information concerning this matter, please call:

Julie Mierzejewski

(Name of Person)

at (419) 247-1611

(Area Code & Daytime Telephone Number)

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

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TALLAHASSEE, FLORIDA

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**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. Merslie, 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. Ohio 3. 34-1358819
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. November 12, 1981 5. _____
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. July 23, 2001
(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. 3361 Executive Parkway, Suite 302, Toledo, Ohio 43606
(Principal office address)
3361 Executive Parkway, Suite 302, Toledo, Ohio 43606
(Current mailing address)
8. Creates software to test for vocational assessments and sells to schools grades 1-12
(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)

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TALLAHASSEE, FLORIDA

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.

Charlotte Renee Cruz

(Registered agent's signature)

Charlotte Renee Cruz, 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

Director

~~Chairman~~ Chairman: Rodney W. Durgin

Address: 3361 Executive Parkway, Suite 302
Toledo, Ohio 43606

Director

~~Vice Chairman~~ Vice Chairman: Joan Durgin

Address: 3361 Executive Parkway, Suite 320
Toledo, Ohio 43606

Director: Richard A. Cohen, Esq.

Address: 626 Madison Avenue, Suite 711
Toledo, Ohio 43604

Director: Matthew A. Caputo

Address: c/o Ohio National Insurance Service, 3425 Executive Parkway, Suite 115
Toledo, Ohio 43606

B. OFFICERS

President: Rodney W. Durgin

Address: 3361 Executive Parkway, Suite 302
Toledo, Ohio 43606

Vice President: _____

Address: _____

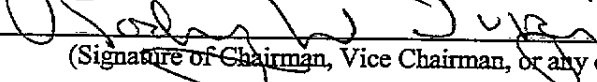
Secretary: Joan Durgin

Address: 3361 Executive Parkway, Suite 302, Toledo, Ohio 43606

Treasurer: Rodney W. Durgin

Address: 3361 Executive Parkway, Suite 302, Toledo, Ohio 43606

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

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

14. Rodney W. Durgin, President
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.**

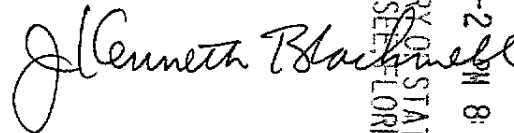
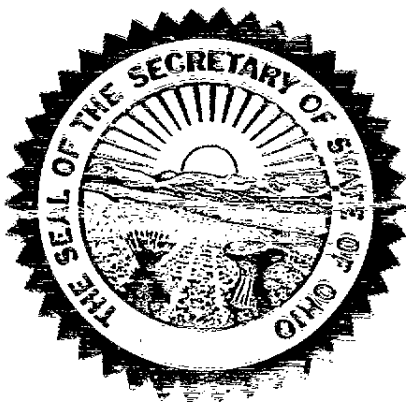


I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show MERSLIE, INC., an Ohio for-profit corporation, Charter No. 584855, having its principal location in Sylvania, County of Lucas, was incorporated on November 12th, 1981 and is currently in GOOD STANDING upon the records of this office.

WITNESS my hand and official seal

at Columbus, Ohio on

September 27, 2001



J. Kenneth Blackwell
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE-FLORIDA