

FO2 000003175

TO: Registration Section
Division of Corporations

SUBJECT: The Marcellis Corporation
(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: 900005728679-1-2

Thomas E. Marcellis
(Name of Person)

The Marcellis Corporation
(Firm/Company)

5239 Red Cedar DR #22
(Address)

FT. MYERS FL 33907
(City/State and Zip code)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
JUN 21 PM 1:44
FILED
-06/10/02-01060-010
*****78.75

For further information concerning this matter, please call:

Tom Marcellis at (239) 936-6646
(Name of Person) (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

FO2-3175
JR

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
Katherine Harris
Secretary of State

June 11, 2002

THOMAS MARRELLIS
5239 RED CEDAR DRIVE #22
FORT MYERS, FL 33907

SUBJECT: THE MARCELLIS CORPORATION
Ref. Number: W02000016904

We have received your document for THE MARCELLIS CORPORATION and your check(s) totaling \$78.75. However, the document has not been filed and being retained in this office for the following:

Unfortunately, the enclosed certified copy does not meet our filing requirements. We require a certificate of existence, which usually consists of a single sheet of paper and clearly reflects the entity is a valid entity in its home state/country. You can obtain the certificate of existence from the same office that provided you with the certified copy.

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.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 802A00038245

SECRETARY OF STATE
TAMMI CLINE
TALLAHASSEE, FLORIDA

02 JUN 21 PM 1:44

FILED

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. The Marcellis Corporation
(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. Missouri 3. 431899790
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 9/8/2000 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. UPON Qualification
(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. 2540 GRANT'S PARKWAY FLORISSANT, MO 63031
(Principal office address)

5239 Red Cedar DR #22 FT. MYERS FLORIDA 33907
(Current mailing address)

8. General / Lawful Business Purpose
(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: Tom Marcellis

Office Address: 5239 Red Cedar DR #22
FT. MYERS, Florida 33907
(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.

[Signature]
(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.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Thomas E. Marcellis

Address: 5239 Red Cedar DR #22
FT. MYERS FL 33907

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. OFFICERS

President: Thomas E. Marcellis

Address: 5239 Red Cedar DR #22
FT. MYERS FL 33907

Vice President: _____

Address: _____

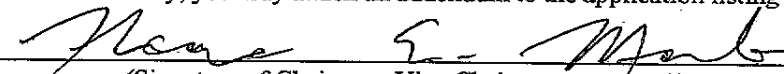
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

14. Thomas E. Marcellis
(Typed or printed name and capacity of person signing application)

No. 00487683

STATE OF MISSOURI



Matt Blunt
Secretary of State

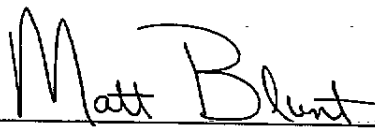
CORPORATION DIVISION
CERTIFICATE OF CORPORATE GOOD STANDING

I, MATT BLUNT, Secretary of State of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

THE MARCELLIS CORPORATION

was incorporated under the laws of this State on the 8th day of SEPTEMBER, 2000, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 17th day of JUNE, 2002.


Secretary of State

