

F02000006017

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

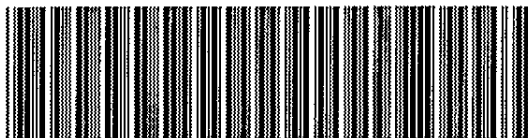
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



900008581929

10/29/02--01044--001 \*\*87.50

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 DEC -4 PM 4:10

LR 12/4

10p

## TRANSMITTAL LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** EMB 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:

Joel B. Giles, Esquire

(Name of Person)

CFRA, LLC

(Firm/Company)

200 Central Avenue, Suite 2300

(Address)

St. Petersburg, Florida 33701

(City/State and Zip code)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 DEC -4 PM 4:10

For further information concerning this matter, please call:

Joel B. Giles

(Name of Person)

at ( 727 ) 821-7000

(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



CARLTON FIELDS  
ATTORNEYS AT LAW

ONE PROGRESS PLAZA  
200 CENTRAL AVENUE, SUITE 2300  
ST. PETERSBURG, FLORIDA 33701-4352

MAILING ADDRESS  
PO. BOX 2861, ST. PETERSBURG, FL 33731-2861  
TEL (727) 821-7000 FAX (727) 822-3768

October 25, 2002

Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

Re: EMB Corporation

Dear Sir or Madam:

Here are the following documents with reference to the subject corporation:

1. Florida Division of Corporations' Transmittal Letter;
2. Application by Foreign Corporation for Authorization to Transact Business in Florida;  
and
3. Certified copy of the Certificate of Incorporation of EMB Corporation from the State  
Delaware dated September 26, 2002.

Also enclosed is this firm's check no. 11611 in the amount of \$87.50, which should be sufficient to pay the filing fee for these documents. In the event the enclosed check is not sufficient, please call me immediately.

Thank you.

Sincerely,

CARLTON FIELDS, P.A.

NICOLE FORBES

NF:lr  
Enc.

W02-31149

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 DEC -4 PM 4:10



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

October 30, 2002

NICOLE FORBES  
CARLTON FIELDS, ATTORNEYS AT LAW  
PO BOX 2861  
ST. PETERSBURG, FL 33731-2861

SUBJECT: EMB CORPORATION  
Ref. Number: W02000031149

We have received your document for EMB CORPORATION and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please note that this name is for use in Florida only, and does not affect your filing in Delaware in any way. You are not allowed to form a name by adding "Florida" or "of Florida" to your name, and you may wish to call the number below to check any name you'd like to adopt.

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.

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) 245-6958.

Lee Rivers

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
DEC 4 PM 4:10

Document Specialist

Letter Number: 502A00059498



## CARLTON FIELDS

ATTORNEYS AT LAW

ONE PROGRESS PLAZA  
200 CENTRAL AVENUE, SUITE 2300  
ST PETERSBURG, FLORIDA 33701-4352

MAILING ADDRESS:  
PO. BOX 2861, ST. PETERSBURG, FL 33731-2861  
TEL (727) 821-7000 FAX (727) 822-3768

November 25, 2002

Lee Rivers  
Document Specialist  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: EMB Corporation  
Ref. Number W02000031149

Dear Lee:

Here is an original Certificate of Corporation Resolution, a Certificate of Existence, and a copy of your letter dated October 30, 2002, in connection with the subject matter.

If you have any questions, please do not hesitate to call me.

Sincerely,

CARLTON FIELDS, P.A.

  
NICOLE FORBES

NF/bls  
Enclosures

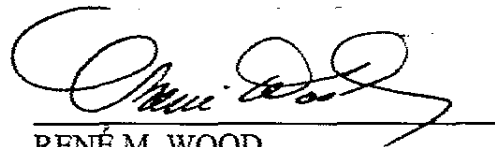
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 DEC -4 PM 5:10

**CERTIFICATE OF CORPORATE RESOLUTION**

I HEREBY CERTIFY that I am the duly appointed Vice President of, and keeper of, the original books and records and corporate seal of EMB CORPORATION, a corporation organized and existing under the laws of the State of Delaware, with its principal place of business at (and the mailing address of which is) 5401 West Kennedy Boulevard, Suite 751, Tampa, Florida 33609, (the "Corporation") and that the following resolution was duly adopted on November 12<sup>th</sup>, 2002:

NOW, THEREFORE, BE IT RESOLVED, that the Corporation hereby adopts the name EMB (FLDEL) CORPORATION for use in the State of Florida.

DATED this 12<sup>th</sup> day of November, 2002.



RENÉ M. WOOD,  
its Vice President

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 DEC -4 PM 4:10

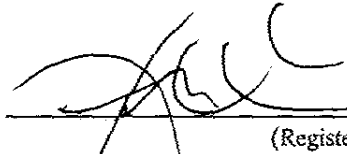
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

*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. EMB 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. Delaware 3. Applied for.  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. September 26, 2002 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. 5401 West Kennedy Boulevard, Suite 751, Tampa, Florida 33609  
(Principal office address)  
Same as above.  
(Current mailing address)
8. All lawful purposes.  
(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: CFRA, LLC  
Office Address: 777 South Harbour Island Boulevard  
Tampa, Florida 33602-5730  
(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.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 DEC -4 PM 4:10



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

A. DIRECTORS

Chairman: Van L. McNeel

Address: 5401 West Kennedy Boulevard, Suite 751, Tampa, Florida 33609

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

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

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

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

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

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

B. OFFICERS

President: Van L. McNeel

Address: 5401 West Kennedy Boulevard, Suite 751, Tampa, Florida 33609

Vice President: René M. Wood

Address: 5401 West Kennedy Boulevard, Suite 751, Tampa, Florida 33609

Secretary: René M. Wood

Address: 5401 West Kennedy Boulevard, Suite 751, Tampa, Florida 33609

Treasurer: René M. Wood

Address: 5401 West Kennedy Boulevard, Suite 751, Tampa, Florida 33609

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. RENÉ M. WOOD, Vice President

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 DEC -4 PM 4:10

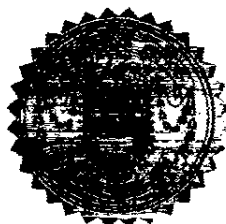
# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EMB CORPORATION" 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 NOVEMBER, A.D. 2002.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 DEC -4 PM 4:11



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

3573516 8300

AUTHENTICATION: 2101441

020715628

DATE: 11-20-02