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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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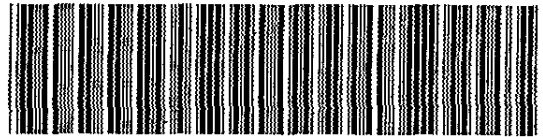
(Business Entity Name)

(Document Number)

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PAUL, FRANK & COLLINS

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OF COUNSEL

May 16, 2003

VIA FEDERAL EXPRESS

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Gardner Group Consultants Inc.

Dear Sir or Madam:

Enclosed are an Application by Foreign Corporation for Authorization to Transact Business in Florida for Gardner Group Consultants Inc., the form transmittal letter, a certificate of existence, and our firm's check for \$87.50 to cover the filing fee, Certificate of Status fee, and certified copy fee. Please return all correspondence to me, as indicated in the form transmittal letter.

Thank you for your attention to this matter.

Cordially yours,

PAUL, FRANK & COLLINS


Christopher J. Leff

Enclosures

cc w/encs.: Mr. John D. Gardner
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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: GARDNER GROUP CONSULTANTS 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:

Christopher J. Leff, Esq.

(Name of Person)

Paul, Frank & Collins

(Firm/Company)

P.O. Box 1307

(Address)

Burlington, VT 05402

(City/State and Zip code)

For further information concerning this matter, please call:

Christopher Leff

(Name of Person)

at

(802) 658-2311

(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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**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. GARDNER GROUP CONSULTANTS 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. Delaware 3. 98-0396901
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. April 1, 2003 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. 6405 Ember Avenue, Cocoa, FL 32927
(Principal office address)

(Current mailing address)
8. Any lawful activity.
(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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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.

Salvina Armenth-Gray
(Registered agent's signature)

Salvina Armenth-Gray
Spec. 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

Chairman: John D. Gardner

Address: 6405 Ember Avenue

Cocoa, FL 32927

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: John D. Gardner

Address: 6405 Ember Avenue

Cocoa, FL 32927

Vice President: _____

Address: _____


Secretary: John D. Gardner

Address: 6405 Ember Avenue, Cocoa, FL 32927

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. John D. Gardner, Chairman and President

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

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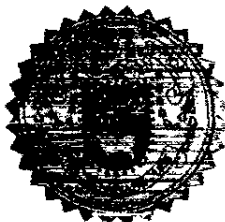
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GARDNER GROUP CONSULTANTS 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 SECOND DAY OF APRIL, A.D. 2003.

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2344197

DATE: 04-02-03