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(Address)

(Address)

(City/State/Zip/Phone #)

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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Galaxy Energy 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:

Fay M. Matsukage, Esq.
(Name of Person)
Dill Dill Carr Stonbraker & Hutchings, P.C.
(Firm/Company)
455 Sherman Street, Suite 300
(Address)
Denver, CO 80203
(City/State and Zip code)

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For further information concerning this matter, please call:

Fay M. Matsukage at (303) 777-3737
(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

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

**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. Galaxy Energy Corporation
(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. Colorado 3. 98-0347827
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 17, 1999 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. 1001 Brickell Bay Dr., #2202 Miami, FL 33131
(Principal office address)
1001 Brickell Bay Dr., #2202 Miami, FL 33131
(Current mailing address)

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8. All legal activities
(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: Marc E. Bruner

Office Address: 1001 Brickell Bay Dr., #2202

Miami, Florida 33131
(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.

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

A. DIRECTORS

Chairman: Marc E. Bruner

Address: 1001 Brickell Bay Dr., #2202
Miami, FL 33131

Vice Chairman: C. Tony Lotito

Address: 9 Exchange Place, #1113
Salt Lake City, UT 84111

Director: Thomas G. Fails

Address: 4101 E. Louisiana Ave., #412
Denver, CO 80246

Director: James M. Edwards

Address: 184 Classen Drive
Dallas, TX 75218

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B. OFFICERS

President: Marc E. Bruner

Address: 1001 Brickell Bay Dr., #2202
Miami, FL 33131

Vice President: _____

Address: _____

Secretary: Gerri Baratz

Address: 1001 Brickell Bay Dr., #2202 Miami, FL 33131

Treasurer: C. Tony Lotito

Address: 1001 Brickell Bay Drive, #2202 Miami, FL 33131

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Marc E. Bruner, President
(Typed or printed name and capacity of person signing application)

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

GALAXY ENERGY CORPORATION

Additional Directors:

Cecil D. Gritz
602 So. Harbor Ct.
Granbury, TX 76048

Chris D. Wright
#1320-925 W. Georgia St.
Vancouver, B.C. V6C 3L2
CANADA

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STATE OF COLORADO

DEPARTMENT OF STATE CERTIFICATE

I, DONETTA DAVIDSON, Secretary of State of the State of Colorado,
hereby certify that, according to the records of this office,

GALAXY ENERGY CORPORATION
(Colorado CORPORATION)
File # 19991237368

was filed in this office on December 17, 1999 and has complied with the applicable provisions
of the laws of the State of Colorado and on this date is in good standing and authorized and
competent to transact business or to conduct its affairs within this state.

Dated: February 6, 2004

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For Validation:

Certificate ID: **764696**

To validate this certificate, visit the following
web site, enter this certificate ID, then follow the
instructions displayed.

www.sos.state.co.us/ValidateCertificate

Donetta Davidson

SECRETARY OF STATE