

F0500000 7054

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

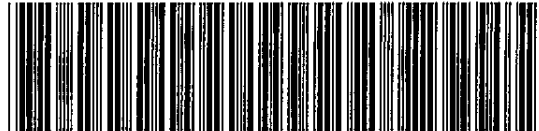
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FILED
05 DEC -6 PM 3:50
RECEIVED
05 DEC -6 PM 12:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CT CORPORATION

December 6, 2005

Department of State, Florida
Clifton Building
2611 Executive Center Circle
Tallahassee FL 32301

FILED
05 DEC -6 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Order #: 6507627 SO
Customer Reference 1:
Customer Reference 2:

Dear Department of State, Florida:

Please obtain the following:

Griffin Land & Nurseries, Inc. (DE)
Qualification
Florida

Griffin Land & Nurseries, Inc. (DE)
Certificate of Status/Authorization-Foreign
Florida

Griffin Land & Nurseries, Inc. (DE)
Cert Copy of Certificate of Authority
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Thank You!
Connie

1203 Governors Square Blvd.
Tallahassee, FL 32301-2960
Tel. 850 222 1092
Fax 850 222 7515

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: GRIFFIN LAND & NURSERIES, INCORPORATED
(Name of corporation - must include suffix)

FILED
05 DEC -6 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

 ANTHONY J. GALICI

(Name of Person)

 GRIFFIN LAND & NURSERIES, INCORPORATED

(Firm/Company)

 90 SALMON BROOK STREET

(Address)

 GRANBY, CT 06035

(City/State and Zip code)

For further information concerning this matter, please call:

 ANTHONY J. GALICI

(Name of Person)

at (860) 653-4541

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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. GRIFFIN LAND & NURSERIES INC.

(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. DELAWARE

(State or country under the law of which it is incorporated)

3. 06-0868496

(FEI number, if applicable)

4. 03-10-70

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. July 07, 2001

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. ONE ROCKEFELLER PLAZA, SUITE 2301, NEW YORK, NEW YORK 10020-2102

(Principal office address)

90 SALMON BROOK STREET, GRANBY, CT 06035

(Current mailing address)

8. REAL ESTATE

(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 NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324

(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.

By: Lauren H. Kretz

(Registered agent's signature)

LAUREN H. KRETZ,
SPECIAL ASSISTANT 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: See attached list.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: FREDERICK M. DANZIGER

Address: ONE ROCKEFELLER PLAZA, SUITE 2301

NEW YORK, NEW YORK 10020-2102

Vice President: ANTHONY J. GALICI

Address: 90 SALMON BROOK STREET

GRANBY, CT 06035

Secretary: ANTHONY J. GALICI

Address: _____

Treasurer: _____

Address: _____

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. ANTHONY J. GALICI

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

Griffin Land & Nurseries, Inc.

Directors

Winston J. Churchill, Jr.
SCP Private Equity Partners
1200 Liberty Ridge Drive
Suite 300
Wayne, PA 19087

Edgar M. Cullman
General Cigar Holdings, Inc.
387 Park Avenue South
New York, NY 10016-8899

John L. Ernst
Bloomingdale Properties, Inc.
641 Lexington Avenue
New York, NY 10022

Frederick M. Danziger
Griffin Land & Nurseries, Inc.
One Rockefeller Plaza
Suite 2301
New York, NY 10020-2102

David F. Stein
J & W Seligman & Co.
100 Park Avenue
New York, NY 10017

Thomas C. Israel
Ingleside Investors
12 East 49th Street, 27th Floor
New York, NY 10017

Alan Plotkin
12 East 49th Street
27th Floor
New York, NY 10017

Delaware

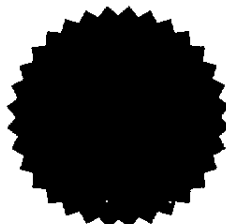
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GRIFFIN LAND & NURSERIES, 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 TWENTY-THIRD DAY OF NOVEMBER, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

0745603 8300

AUTHENTICATION: 4320442

050959440

DATE: 11-23-05