

# F07000000858

Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850) 205-0381

From: Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (850) 222-1092  
Fax Number : (850) 878-5926

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07 FEB 11 AM 10:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## FOREIGN PROFIT/NONPROFIT CORPORATION

VBI Ventures, Inc.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 0       |
| Page Count            | 05      |
| Estimated Charge      | \$70.00 |

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Corporate Filing Menu

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267A-11368

# 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. VBI Ventures, 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. Tennessee

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

3. 62-1392810

(FEI number, if applicable)

4. 03/28/1989

(Date of incorporation)

5. Perpetual

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

6. 01/01/2006

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

7. 6745 Lenox Center Ste 300, Memphis, TN 38115

(Principal office address)

PO Box 751210, Memphis, TN 38175-1210

(Current mailing address)

8. CHEERLEADER TRAINING & SALES

(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: CT 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.

CT Corporation System

By: Robert S. Lane

Robert S. Lane  
Assistant Secretary

(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:

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TALLAHASSEE, FLORIDA

**A. DIRECTORS SEE ATTACHMENT**

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

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

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

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

Director: Jeff Webb

Address: 6745 Lenox Center Court Suite 300

Memphis, TN 38115

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

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

**B. OFFICERS SEE ATTACHMENT**

President: Jeff Webb

Address: 6745 Lenox Center Court Ste 300

Memphis, TN 38115

Vice President: John M. Nichols

Address: SAME

Secretary: John M. Nichols

Address: 6745 Lenox Center Court Suite 300 Ste 300 Memphis, TN 38115

Treasurer: \_\_\_\_\_

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

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

13. John M. Nichols As VP-CFO  
(Signature of Director or Officer listed in number 12 of the application)

14. John M Nichols, Vice President  
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

**Attachment to Florida  
Officers & Directors**

|   |                   |                                 |
|---|-------------------|---------------------------------|
| 1 | Full Name:        | John M Nichols                  |
|   | Officer/Director: | Officer                         |
|   | Officer's Title:  | Secretary and Treasurer         |
|   | Director's Title: |                                 |
|   | Business Address: | 6745 Lenox Center Court Ste 300 |
|   | City:             | Memphis                         |
|   | State:            | TN                              |
|   | ZIP Code:         | 38115                           |
| 2 | Full Name:        | Jeff Webb                       |
|   | Officer/Director: | Officer, Director               |
|   | Officer's Title:  | President                       |
|   | Director's Title: | Director                        |
|   | Business Address: | 6745 Lenox Center Court Ste 300 |
|   | City:             | Memphis                         |
|   | State:            | TN                              |
|   | ZIP Code:         | 38115                           |

**Secretary of State**  
**Division of Business Services**  
**312 Eighth Avenue North**  
**6th Floor, William R. Snodgrass Tower**  
**Nashville, Tennessee 37243**

ISSUANCE DATE: 02/09/2007  
 REQUEST NUMBER: 07040133  
 TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 03/28/1989  
 STATUS: ACTIVE  
 CORPORATE EXPIRATION DATE: PERPETUAL  
 CONTROL NUMBER: 0213981  
 JURISDICTION: TENNESSEE

TO:  
 CFS  
 8161 HIGHWAY 100  
 #172  
 NASHVILLE, TN 37221

REQUESTED BY:  
 CFS  
 8161 HIGHWAY 100  
 #172  
 NASHVILLE, TN 37221

**CERTIFICATE OF EXISTENCE**

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT  
 "VBI VENTURES, INC."

IS A CORPORATION DULY INCORPORATED UNDER THE LAW OF THIS STATE WITH DATE OF  
 INCORPORATION AND DURATION AS GIVEN ABOVE;  
 THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE  
 EXISTENCE OF THE CORPORATION HAVE BEEN PAID;  
 THAT THE MOST RECENT CORPORATION ANNUAL REPORT REQUIRED HAS BEEN FILED  
 WITH THIS OFFICE; AND  
 THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND  
 THAT ARTICLES OF TERMINATION OF CORPORATE EXISTENCE HAVE NOT BEEN FILED

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 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

FOR: REQUEST FOR CERTIFICATE

ON DATE: 02/09/07

FROM:  
 CAPITAL FILING SERVICE (CFS)  
 8161 HIGHWAY 100  
 #172  
 NASHVILLE, TN 37221-0000

RECEIVED: FEES \$60.00 \$0.00  
 TOTAL PAYMENT RECEIVED: \$60.00

RECEIPT NUMBER: 00004095643  
 ACCOUNT NUMBER: 00101230



SS-448

*Riley C Darnell*  
 RILEY C. DARNELL  
 SECRETARY OF STATE