

FD 7000001539

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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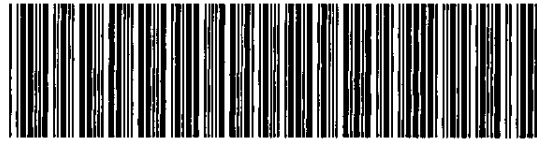
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Chivers North America, Inc., d/b/a BBC Audiobooks America
(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:

Bob Wheelock

(Name of Person)

Wheelock Law Firm

(Firm/Company)

7601 Della Dr., Suite 19

(Address)

Orlando, FL 32819

(City/State and Zip code)

For further information concerning this matter, please call:

Robert Wheelock

(Name of Person)

at (**407**) **648-5742**

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

New Filing 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. Chivers North America, Incorporated

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

d/b/a BBC Audiobooks America

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Massachusetts

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

3.

(FEI number, if applicable)

4. April 2, 1976

(Date of incorporation)

5. perpetual

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

6. unknown

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

7. 42 Whitecap Dr., North Kingstown, RI 02852

(Principal office address)

42 Whitecap Dr., North Kingstown, RI 02852

(Current mailing address)

8. sale of published materials to libraries and retailers

(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:

Robert Wheelock

Office Address:

7601 Della Dr , Suite 19

Orlando.

(City)

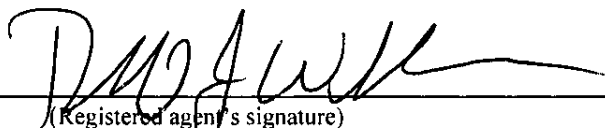
, Florida

32819

(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.

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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Paul Dempsey

Address: BBC Audiobooks Ltd, St. James House, Lower Bristol Rd, Bath, UK BA2 3SB

Vice Chairman: _____

Address: _____

Director: James L. Brannigan

Address: BBC Audiobooks America 42 Whitecap Dr, North Kingstown, RI 02852

Director: Peter Finn

Address: Rubin & Rudman, 50 Rowe's Wharf, Boston, MA 02110

B. OFFICERS

President: James Brannigan

Address: 42 Whitecap Dr

North Kingstown, RI 02852

Vice President: _____

Address: _____

Secretary: Peter Finn

Address: 50 Rowe's Wharf, Boston, MA 02110

Treasurer: Mike Bowen

Address: BBC Audiobooks Ltd., St. James House, Lower Bristol Rd., Bath, UK BA2 3SB

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. James L. Brannigan, President & Director

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



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 21, 2007

TO WHOM IT MAY CONCERN:

I hereby certify that according to records in this office,

JOHN CURLEY AND ASSOCIATES, INC.

was incorporated under the General Laws of this Commonwealth on **April 2, 1976**.

I also certify that in Articles of Amendment filed here **February 6, 1989**, the name of said corporation was changed to:

CURLEY PUBLICATIONS, INC.

I further certify that in Articles of Amendment filed here **August 26, 1992**, the name of said corporation was changed to:

CHIVERS NORTH AMERICA, INC.

I further certify that so far as appears of record here said corporation still has legal existence.

I further certify that in an **Annual Report** filed here **for fiscal year end 2006**, the Officers and Directors of said corporation are listed as follows:

SEE ATTACHED



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

DF**The Commonwealth of Massachusetts**

William Francis Galvin
 Secretary of the Commonwealth
 One Ashburton Place, Boston, Massachusetts 02108-1512

Filing Fee: \$125.00

Late Fee: \$25.00

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FORM MUST BE TYPED

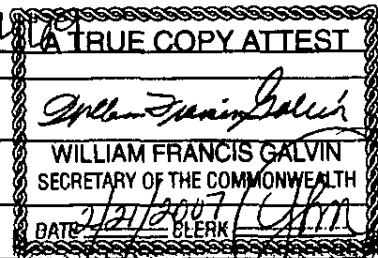
**Annual Report for Domestic
 and Foreign Corporations**

(General Laws Chapter 156D, Section 16.22; 950 CMR 113.57)

- (1) Exact name of the corporation: Chivers North America, Inc.
 (2) Jurisdiction of incorporation: MA
 (3) Street address of the corporation's registered office in the commonwealth:
c/o Rubin and Rudman LLP, 50 Rowes Wharf, Boston, MA 02110
 (number, street, city or town, state, zip code)

- (4) Name of the registered agent at the registered office: Peter B. Finn
 (5) Street address of the corporation's principal office:
42 Whitecap Drive, North Kingstown, RI 02852
 (number, street, city or town, state, zip code)

- (6) Provide the names and addresses of the corporation's board of directors and its president, treasurer, secretary, and if different, its chief executive officer and chief financial officer.



| | NAME | ADDRESS |
|--------------------------|--------------------|---------|
| President: | See attached sheet | |
| Treasurer: | | |
| Secretary: | | |
| Chief Executive Officer: | | |
| Chief Financial Officer: | | |
| Directors: | | |

- (7) Briefly describe the business of the corporation:
Publishing company

- (8-9) Capital stock of each class and series:

| CLASS OF STOCK | TOTAL AUTHORIZED BY ARTICLES OF ORGANIZATION OR AMENDMENTS Number of Shares | TOTAL ISSUED AND OUTSTANDING Number of Shares |
|----------------|--|--|
| COMMON | 600,000 | 3,406 |
| PREFERRED | | |

- (10) Check if the stock of the corporation is publicly traded. ☐

- (11) Report is filed for fiscal year ending: March / 31 / 2006
 (month) (day) (year)

Signed by: Peter B. Finn

☐ Chairman of the board of directors ☐ President ☒ Other officer ☐ Court-appointed fiduciary
 on this 2nd day of May, 2006

The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

Attachment Sheet

OFFICERS AND DIRECTORS CHIVERS NORTH AMERICA, INC.

| | | |
|------------------|---------------------------|--|
| President | James L. Brannigan | 20 Country Hill Lane, North Kingstown, RI 02852 |
| Treasurer | Mike Bowen | BBC Audiobooks Ltd., Lower Bristol Rd., Bath BA2 3 SB |
| Secretary | Peter B. Finn | 117 Tudor Road, Needham, MA 02192 |
| Directors | James L. Brannigan | 20 Country Hill Lane, North Kingstown, RI 02852 |
| | Peter B. Finn | 117 Tudor Road, Needham, MA 02192 |
| | Paul Dempsey | BBC Audiobooks Ltd., Lower Bristol Rd., Bath BA2 3 SB |