

FO7000004619

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

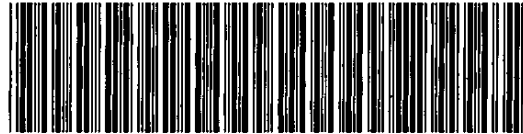
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900106294929

09/14/07--01011--007 **70.00

FILED

2007 SEP 14 P 4:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9-17-07
KFC



MerchantWarehouse

2 International Place, 4th Floor, Boston, MA 02110

www.merchantwarehouse.com

1.800.941.6557

FILED
2001 SEP 14 P 4:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 10, 2007

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

To Whom It May Concern:

Enclosed are our application, application fee and certificate of good standing from the state of Massachusetts. Our on-line Department of Revenue confirmation number is 07082711007. It is our hope that we will now be issued tax accounts for sales/use tax as well as payroll tax accounts. Do not hesitate to contact me with any questions at 800-941-6557 extension 2180.

With Regards,

Peter Brau
Controller

**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. Merchant Warehouse.com, 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. Massachusetts

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

3. 04-3499496

(FEI number, if applicable)

4. 01/03/2000

(Date of incorporation)

5. perpetual

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

6. 01/01/2007

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

7. 2 International Place, 4th Fl, Boston MA 02110

(Principal office address)

(Current mailing address)

8. Credit card processing and 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:

Corporation Service Company

Office Address:

1201 Hays Street

Tallahassee

(City)

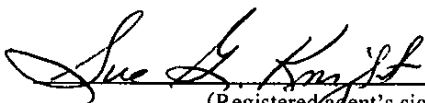
, Florida 32301

(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.

**Sue G. Knight
as its 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.

FILED
2007 SEP 14 P 4:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Henry Helgeson

Address: 17 Rutland Square
Boston, MA 02118

Vice Chairman: Scott Zdanis

Address: 1364 Biscay Drive
Surfside, FL 33154

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Henry Helgeson

Address: 17 Rutland Square
Boston, MA 02118

Vice President: _____

Address: _____

Secretary: Scott Zdanis

Address: 1364 Biscaya Drive, Surfside, FL 33154

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. Henry Helgeson, Co-CEO

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

FILED
2001 SEP 14 P 4:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

September 4, 2007

TO WHOM IT MAY CONCERN:

I hereby certify that according to the records of this office,

MERCHANTWAREHOUSE.COM, INC.

is a domestic corporation organized on **January 3, 2000**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156D section 14.21 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.

FILED
2007 SEP 14 P 4:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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