

F090000002036

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

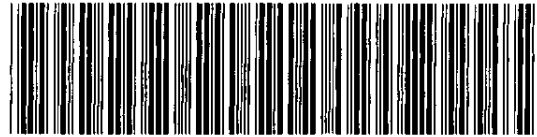
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:
O.K. to file per Diane

Office Use Only



100130576321

06/02/08--01034--015 **87.50

05/19/09--01015--004 **650.00

09 MAY 15 PM 12:42
CLERK OF STATE
TALLAHASSEE, FLORIDA

W08-27059

Becky McKnight,

Please see enclosed check from Emmabay Inc, 720 Brooker Creek Blvd Suite 210, Oldsmar, 34677 FL..

Thanks,

Alistair Mitchell

Chairman and Co-Founder

Emmabay Inc.

720 Brooker Creek Blvd,

Suite 210,

Oldsmar, Florida 34677

U.S.A.

The logo for Emmabay Inc. features a stylized square icon to the left of the word "emmabay" written in a lowercase, cursive script font.

Tel: (813) 854-2294

Fax: (813) 855-9496

Cell: (813) 482-6521

RECEIVED
DEPARTMENT OF STATE
09 MAY 15 PM 12:18

Division of Corporations (Attn: Becky McKnight)

P.O. Box 6327

Tallahassee, FL, 32314

**RAVID &
BERNSTEIN LLP**
Certified Public Accountants

John V. Basso, CPA
William H. Brock, CPA
Mark T. Jason, CPA
Phillip C. Ravid, CPA

FILING AND PAYMENT INSTRUCTIONS

APPLICATION BY FOREIGN CORP FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

SIGNATURE:

AS INDICATED

PAYMENT INSTRUCTIONS:

Issue check payable to:

FLORIDA DEPT OF STATE-DIVISION OF CORPS

AMOUNT:

For \$87.50.

MAIL IN ENVELOPE PROVIDED TO:

NEW FILING SECTION
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

Paige Gomez

**RAVID &
BERNSTEIN LLP**
Certified Public Accountants

John V. Basso, CPA
William H. Brock, CPA
Mark T. Jason, CPA
Phillip C. Ravid, CPA

June 9, 2008

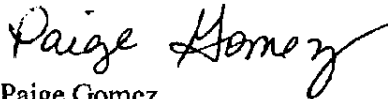
Division of Corp
P.O. Box 6327
Tallahassee, FL 32314

RE: Emmabay, Inc.

To Whom It May Concern:

Emmabay, Inc. was incorporated in Delaware in May, 2007. It has a fiscal year end of April 30th. The corp. did not have an office until November, 2007. Emmabay conducted two small transactions in 2007 - one in November for \$60.00 and one in December for \$160.00. Emmabay, Inc. has made an effort to comply with the laws of Florida regarding sales of merchandise in Florida. Per our phone conversation, we respectfully request that the Division of Corporations please waive or abate the \$1000 fine assessed on Emmabay, Inc.

Sincerely,



Paige Gomez
Staff Accountant
Ravid & Bernstein, LLP

CC: Alistair Mitchell, Emmabay, Inc.

2008 - 27059



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 3, 2008

ALASTAIR MITCHELL
720 BROOKER CREEK BLVD SUITE 210
OLDSMAR, FL 34677

SUBJECT: EMMABAY, INC.
Ref. Number: W08000027059

We have received your document for EMMABAY, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1,150.00.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Regulatory Specialist II
New Filing Section

Letter Number: 508A00034508



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 11, 2008

PAIGE GOMEZ
RAVID & BERNSTEIN LLP
230 WEST MONROE STREET, SUITE 330
CHICAGO, IL 60606

SUBJECT: EMMABAY, INC.
Ref. Number: W08000027059

Based on the information you have provided and in accordance with s.607.1502(4), 608.502(4) or 617.1502(4), F.S., this office will reduce the civil penalty of \$1,000 per year to \$500 per year for each year this entity transacted business or conducted its affairs in Florida prior to qualification. Therefore, the total amount due to cover both annual report/uniform business report and penalty fees is \$650.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing
Document Specialist Supervisor

Letter Number: 908A00035810

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: EMMABAY, INC.

(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:

ALASTAIR MITCHELL

(Name of Person)

EMMABAY, INC.

(Firm/Company)

720 Brooker Creek Blvd, Suite 210,

(Address)

Oldsmar FL, 34677

(City/State and Zip code)

For further information concerning this matter, please call:

PHIL RAVID, CPA

(Name of Person)

at (312) 782-4710

(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. EMMABAY, 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. 26-0448752

(FEI number, if applicable)

4. 5/29/07

(Date of incorporation)

5. PERPETUAL

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

6. 11/28/2007

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

7. 720 Brooker Creek Blvd, Suite 210, Oldsmar FL, 34677

(Principal office address)

720 Brooker Creek Blvd, Suite 210, Oldsmar FL, 34677

(Current mailing address)

8. WHOLESALE DISTRIBUTION TO ENDUSERS

(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: ALASTAIR MITCHELL

Office Address: 720 Brooker Creek Blvd, Suite 210

Oldsmar, Florida 34677

(City)

(Zip code)

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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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.

Alastair Mitchell 30 May 2008
(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: ALASTAIR MITCHELL

Address: 720 Brooker Creek Blvd, Suite 210
Oldsmar FL, 34677

Vice Chairman: STEFAN STRANGLUND

Address: 720 Brooker Creek Blvd, Suite 210
Oldsmar FL, 34677

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

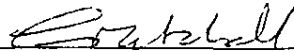
Address: _____

Treasurer: _____

Address: _____

RECEIVED
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OFFICE OF THE
COMMISSIONER OF STATE
TALLAHASSEE, FLORIDA

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. ALISTAIR MITCHELL, Chairman
(Typed or printed name and capacity of person signing application)

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EMMABAY 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 SEVENTH DAY OF MAY, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "EMMABAY INC." WAS INCORPORATED ON THE TWENTY-NINTH DAY OF MAY, A.D. 2007.

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.

RECEIVED
09 MAY 15 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4360403 8300
080512678



Harriet Smith Windsor
AUTHENTICATION: 65773981

DATE: 05-07-08