

FO9900004438

Division of Corporations

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Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850)617-6381

From: Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (850) 222-1092  
Fax Number : (850) 878-3368

Attw:  
Dale White  
Thanks

2009 NOV 10 P 2:34  
TERRY B. STATE  
TAMM LASSER, FLORIDA  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TAMM LASSER, FLORIDA

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FOREIGN PROFIT/NONPROFIT CORPORATION

Grant Thornton International Ltd Inc.

Certificate of Status	0
Certified Copy	0
Page Count	07
Estimated Charge	\$2,370.00

Please waive  
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\$1,300.00  
Thanks

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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

September 22, 2009

DANIEL LICHTENSTEIN  
GRANT THORNTON INTERNATIONAL LTD  
175 WEST JACKSON, SUITE 2000  
CHICAGO, IL 60604

SUBJECT: GRANT THORNTON INTERNATIONAL LTD  
Ref. Number: W09000042268

We have received your document for GRANT THORNTON INTERNATIONAL LTD 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 name listed in number one of the application must be identical to the name listed in the certificate of existence.

The use of LIMITED or LTD. is not sufficient as a corporate designation. The name must include a word such as INCORPORATED, INC., CORPORATION or CORP.

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 \$2,300.

If you have any questions concerning the filing of your document, please call (850) 245-6939.

Dale White  
Regulatory Specialist II

Letter Number: 509A00030955

**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. Grant Thornton International Limited *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. England and Wales 3. 26-2792563  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1 August 2005 5. Indefinite (*perpetual*)  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. June 30, 2007  
(Date first transacted business in Florida, if prior to registration)  
 (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 338 Euston Road, Regent's Place, London NW1 3BG United Kingdom  
(Principal office address)

338 Euston Road, Regent's Place, London NW1 3BG United Kingdom  
(Current mailing address)

8. See attachment for question 8.  
(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  
(An alternate corporate name adopted for the purpose of this application)

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.*

*Bernadette McNamara*  
(Registered agent's signature) 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.

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 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA  
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**Florida – Application by foreign Corporation**

**Question 15**

Grant Thornton International Ltd has no partners or employees; each of its personnel is seconded from a member firm. As it relates to this particular state, the secondees are on loan from the US member firm of Grant Thornton International Ltd. The general role of the secondees is to provide various support and business development services to the member firms of Grant Thornton International Ltd.

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TALLAHASSEE, FLORIDA

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

**A. DIRECTORS**

Chairman: SEE ATTACHED FOR DIRECTOR'S LIST

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

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

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

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

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

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

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

**B. OFFICERS**

President: David McDonnell, CEO

Address: 338 Euston Road, Regent's Place

London NW1 3BG United Kingdom

Vice President: \_\_\_\_\_

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

Secretary: Laurence Kehoe

Address: 338 Euston Road, Regent's Place, London NW1 3BG United Kingdom

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

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

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

13. \_\_\_\_\_

*[Signature]*  
(Signature of Director or Officer listed in number 12 of the application)

14. \_\_\_\_\_

*L. P. Kehoe Company Secretary*  
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

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**Application to Collect and/or Report Tax in Florida**

**Question 10 Continuation of Directors.**

Terry Back, 338 Euston Road, Regent's Place, London NW1 3BG UK  
Carol Sanford, 338 Euston Road, Regent's Place, London NW1 3BG UK  
Scott Barnes, 338 Euston Road, Regent's Place, London NW1 3BG UK  
Leonard Brehm, 338 Euston Road, Regent's Place, London NW1 3BG UK  
Peter Bodin, 338 Euston Road, Regent's Place, London NW1 3BG UK  
Jean-Luc Carpentier, 338 Euston Road, Regent's Place, London NW1 3BG UK  
Stephen Chipman, 338 Euston Road, Regent's Place, London NW1 3BG UK  
Gernot Hebestreit, 338 Euston Road, Regent's Place, London NW1 3BG UK  
Chikahiko Honda, 338 Euston Road, Regent's Place, London NW1 3BG UK  
David McDonnell, 338 Euston Road, Regent's Place, London NW1 3BG UK  
Luis Carlos Marciano, 338 Euston Road, Regent's Place, London NW1 3BG UK  
Gerard Mulder, 338 Euston Road, Regent's Place, London NW1 3BG UK  
Phillip Noble, 338 Euston Road, Regent's Place, London NW1 3BG UK  
Ed Nusbaum, 338 Euston Road, Regent's Place, London NW1 3BG UK  
Hector Perez, 338 Euston Road, Regent's Place, London NW1 3BG UK  
Robert Quant, 338 Euston Road, Regent's Place, London NW1 3BG UK  
Paul Raleigh, 338 Euston Road, Regent's Place, London NW1 3BG UK  
Jean-Sébastien, 338 Euston Road, Regent's Place, London NW1 3BG UK  
Mauro Terapins, 338 Euston Road, Regent's Place, London NW1 3BG UK  
Desmond Yuen, 338 Euston Road, Regent's Place, London NW1 3BG UK

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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# THE COMPANIES ACT 1985

Company No. 5523714

The Registrar of Companies for England and Wales hereby certifies that

**GRANT THORNTON INTERNATIONAL LIMITED** was incorporated under the Companies Act 1985 as a limited company on 1<sup>st</sup> August 2005.

According to the documents on the file of the company in the custody of the Registrar of Companies, the company has been in continuous and unbroken existence since the date of its incorporation.

No action is currently being taken by the Registrar of Companies for striking the company off the register and dissolving it as defunct, and as far as the Registrar is aware:-

- a) the company is not in liquidation or subject to an administration order, and
- b) no receiver or manager of the company's property has been appointed.

\*\*\*\*\*

000 405 1105

Given at Companies House, Cardiff the 6th July 2009

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**G THOMPSON**  
for the Registrar of Companies

