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To: Division of Corporations  
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From: Account Name : CORPORATION SERVICE COMPANY  
Account Number : 120000000195  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**FOREIGN PROFIT/NONPROFIT CORPORATION  
MORTON HOLDINGS, INC.**

Certificate of Status	0
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TALLAHASSEE, FLORIDA

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J. Shivers SEP 07 2010

**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. Morton Holdings, 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. 13-3791747

(FBI number, if applicable)

4. October 21, 1994

(Date of incorporation)

5. perpetual

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

6. \_\_\_\_\_

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

7. 35 Ocean Reef Drive, Suite 142, Key Largo, FL 33037

(Principal office address)

35 Ocean Reef Drive, Suite 142, Key Largo, FL 33037

(Current mailing address)

8. to engage in any lawful act or activity for which a corporation may be organized

(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, Florida 32301

(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.*

Corporation Service Company

By: Sonya L. Cordell

(Registered agent's signature)

Sonya L. Cordell  
Assistant VP

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

**A. DIRECTORS**Chairman: See attached

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

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

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

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

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

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

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

**B. OFFICERS**President: See attached

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

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

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

Secretary: \_\_\_\_\_

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

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. CATHERINE O'DWYER, Vice President

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

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ATTACHMENT**APPLICATION BY FOREIGN CORPORATION FOR  
AUTHORIZING TO TRANSACT BUSINESS IN FLORIDA****MORTON HOLDINGS, INC.**

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

A. Director Philip B. Korsant  
35 Ocean Reef Drive, Suite 142  
Key Largo, FL 33037

B. Officers

President Philip B. Korsant  
35 Ocean Reef Drive, Suite 142  
Key Largo, FL 33037

Vice President Robert Ziff  
35 Ocean Reef Drive, Suite 142  
Key Largo, FL 33037

Vice President Mark Beaudoin  
35 Ocean Reef Drive, Suite 142  
Key Largo, FL 33037

Vice President Ian McKinnon  
35 Ocean Reef Drive, Suite 142  
Key Largo, FL 33037

Vice President Marlane Melican  
35 Ocean Reef Drive, Suite 142  
Key Largo, FL 33037

Vice President & Secretary David Gray  
35 Ocean Reef Drive, Suite 142  
Key Largo, FL 33037

Vice President & Treasurer Catherine O'Dwyer  
35 Ocean Reef Drive, Suite 142  
Key Largo, FL 33037

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# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MORTON HOLDINGS, 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 THIRD DAY OF SEPTEMBER, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MORTON HOLDINGS, INC." WAS INCORPORATED ON THE TWENTY-FIRST DAY OF OCTOBER, A.D. 1994.

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.

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Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8210202

DATE: 09-03-10