F-11000000721

(Requestor's Name)					
(Address)					
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(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



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2011 FEB 16 PM II: 54

J. STANOOR FEB 17 2011

COVER LETTER

TO:	New Filing S Division of C					
SUBJ	ЕСТ:		Around The World -	- USA, Inc.		
Dear S	ir or Madam:					
"Certif	icate of Existent	tion by Foreign Not for Prof ce", or "Cerificate of Good S on to conduct its affairs in F	Standing" and check are sub-			
Please	return all corres	pondence concerning this m	atter to the following:			
		Ele	eanor M. Uddo, Esq.			
			Name of Person			
			enbaum & Uddo, LLC			
			Firm/Company			
		386	3 Washington Street Address	<u></u>		
			Address			
		\//	allastav MA 02/81			
	Wellesley, MA 02481 City/State and Zip Code					
		Ç	ny out and Dip Cour		Zi. 20	
		emu@eld	derlaw.com			
	E-n	nail address: (to be used for		ition)	HAH THE	
		·			2011 FEB 16	
For fu	ther information	concerning this matter, plea	ase call:		1 17	
					PH I	
	Eleanoi	r M. Uddo at		7-9900	#** **	
		of Person	Area Code & Daytime To	elephone Number	54	
	MAILING AI			OURIER ADDRESS	S:	
New Filing Section Division of Corporations P.O. Box 6327			New Filing S Division of C			
			Clifton Build			
	Tallahassee, Fl			ve Center Circle		
Enclos	ed is a check for	the following amount:				
\$70	0.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy	\$87.50 Filing Certificate of Certified Cop	Status &	

APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

import in long	ration: must include the word "INCO) age as will clearly indicate that it is a	RECRATED" or "CO	World - USA, Inc. RPORATION" or words or abb	reviations of like	
in the name at p	resent. "Company" or "Co." may not	pering as a corporate	a natural person or partnership suffix by a nonprofit corporation	on.)	
2.	Massachusetts ntry under the law of which it is incom	3.	27-3609416		
(State or cow	ntry under the law of which it is incom	porated)	27-3609416 (FEI number, if applicable)		
4	10/19/10	5	perpetual		
4. 10/19/10 5. perpetual (Duration: Year corp. will cease to exist or "perp					
6.	ucted affairs in Florida if price to registr				
(Trans mar denor				nine penatty.itabiiity.)	
7		Robert Barday			
	()	rincipal office address	3)		
	3380 Shady Ben	d Way, Fort Mye	ers, FL 33905		
		(Current mailing addr	oss)		
8.	no	nprofit purposes	1		
(Purpose(s) of a	corporation authorized in home state of	o country to be carrie	out in the state of Florida)		
		:, _		- K	
Name and str	not nationar of Windian records an				
	eet address of Florida registered ag	ent: (P.O. Box <u>NO</u> 1	[acceptable)		
		ent: (P.O. Box <u>NO</u> 1	<u>Cacceptable)</u>	OII FE	
Name:	Robert Banday	ent: (P.O. Box <u>NO</u> 1	<u>Cacceptable)</u>	2011 FEB	
	Robert Barday	ent: (P.O. Box <u>NO1</u>	<u>Cacceptable)</u>	SSE =	
		ent: (P.O. Box <u>NO1</u>	<u>Cacceptable</u>)	16 16	
Office Address:	Robert Banday 3380 Shady Bend Way			16 PH	
Office Address:	Robert Banday 3380 Shady Bend Way Fort Myers	ent: (P.O. Box <u>NO1</u>	33905	16 PH	
Office Address:	Robert Banday 3380 Shady Bend Way			16 16	
Office Address:	Robert Barday 3380 Shady Bend Way Fort Myers (City)	Florida	33905 (Zip Code)	16 PHII: 54	
Office Address: 10. Registered Having been na	Robert Barclay 3380 Shady Bend Way Fort Myers (City) agent's acceptance: med as registered agent and to acc	Florida	33905 (Zip Code) ess for the above stated corp	16 PH II: 54 place	
Office Address: 10. Registered Having been na	Robert Barciay 3380 Shady Bend Way Fort Myers (City) agent's acceptance: med as registered agent and to accept the is application. I hereby accept the	Florida cept service of processing as res	33905 (Zip Code) ess for the above stated corp	SSEE, FLORIDA oration at the place of in this capacity.	
Office Address: 10. Registered Having been na designated in the	Robert Barclay 3380 Shady Bend Way Fort Myers (City) agent's acceptance: med as registered agent and to acc	Florida cept service of processory as rejudates relative to to	33905 (Zip Code) ess for the above stated corp visiered agent and agree to a the proper and compilete per	SSEE, FLORIDA oration at the place of in this capacity.	
Office Address: 10. Registered Having been na designated in the	Robert Barciay 3380 Shady Bend Way Fort Myers (City) agent's acceptance: med as registered agent and to accept the comply with the provisions of all accepts the complex to the	Florida cept service of processory as rejudates relative to to	33905 (Zip Code) ess for the above stated corp visiered agent and agree to a the proper and compilete per	SSEE, FLORIDA oration at the place of in this capacity.	
Office Address: 10. Registered Having been na designated in the	Robert Barciay 3380 Shady Bend Way Fort Myers (City) agent's acceptance: med as registered agent and to accits application, I hereby accept the comply with the provisions of all ar with and accept the obligations	Florida cept service of processory as rejudates relative to to	33905 (Zip Code) ess for the above stated corp visiered agent and agree to a the proper and compilete per	SSEE, FLORIDA oration at the place of in this capacity.	
Office Address: 10. Registered Having been na designated in thi	Robert Barciay 3380 Shady Bend Way Fort Myers (City) agent's acceptance: med as registered agent and to accept the comply with the provisions of all accepts the complex to the	Florida cept service of processory as rejudates relative to to	33905 (Zip Code) ess for the above stated corp visiered agent and agree to a the proper and compilete per	SSEE, FLORIDA oration at the place of in this capacity.	

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 addresses of officers and/or directors:

A. DIRECTORS								
Chairman:								
Address:	.							
		_						
Vice Chairman:		~~						
Address:								
Director: Robert Barclay								
Address: 3380 Shady Bend Way, Fort Myers, FL 33905								
Director: Edward Swanston		-						
Address: 53 Hartfield Road, Etobicoke, Ontario, Canada M9A 3C8	<u> </u>							
**See attached addendum for additional directors	7 2	_						
B. OFFICERS	DII FEB							
President: Robert Barclay	<u> </u>	23200						
Address: 3380 Shady Bend Way, Fort Myers, FL 33905	SEE SEE	- 71						
	T X							
Vice President: N/A	: 5	_						
Address:		-						
Secretary: Robert Banday		_						
Address: 3380 Shady Bend Way, Fort Myers, FL 33905		_						
Treasurer: Edward Swanston								
Address: 53 Hartfield Road, Etobicoke, Ontario, Canada M9A 3C8	}							
NOTE: If necessary, you may attach an addendum to the application listing	additional officers and/or directors.							
(Signature of Chairman, Vice Chairman, or any officer listed in n	umber 12 of the application)							
14. Robert Barclay, President	·							
(Typed or printed name and capacity of person sign	mg application)							

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

A. Additional Directors:

David Dryden Director:

2257 All Saints Crescent

Oakville, Ontario Canada L6J 5N1

Director:

Laura Harper

#208-2180 Marine Drive

Oakville, Ontario Canada L6L 5V2

Director:

Duncan MacGregor

14 Aylesbury Road Etobicoke, Ontario Canada M9A 2M5



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

February 4, 2011

TO WHOM IT MAY CONCERN:

I hereby certify that

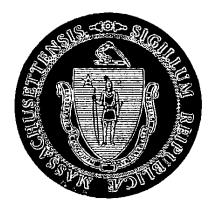
SLEEPING CHILDREN AROUND THE WORLD-USA, INC.

appears by the records of this office to have been incorporated under the General Laws of this Commonwealth on October 19, 2010 (Chapter 180).

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

TALLAHASSEE, FLORIDA

2011 FEB 16 PM11: 51



Processed By sam

In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth
on the date first above written.

Secretary of the Commonwealth

Villian Travino Galecin