

F11000005109

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

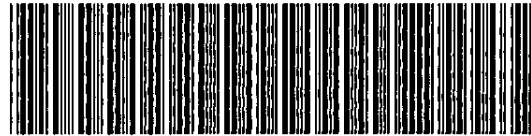
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch DEC 21 2011

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Nat Sherman International, 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," or "Certificate of Good Standing" 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:

Tom Ahearn

Name of Person

Nat Sherman International, Inc.

Firm/Company

2200 Fletcher Ave.

Address

Fort Lee, NJ 07024

City/State and Zip code

swalker@natserman.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Tom Ahearn

Name of Person

at (201) 735-9046

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.

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TALLAHASSEE, FLORIDA

1. Nat Sherman International, 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. 13-3623909

(FEI number, if applicable)

4. 7/12/1991

(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. 2200 Fletcher Ave, Fort Lee, NJ 07024

(Principal office address)

2200 Fletcher Ave, Fort Lee, NJ 07024

(Current mailing address)

8. Distributor of tobacco products other than cigarettes

(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: Luis Arencibia

Office Address: 8370 NW 7th St.

Pembroke Pines

(City)

, Florida 33024

(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.

(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: **See attached Exhibit A**

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: _____

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. Brendon Scott

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Brendon Scott, Chief Financial Officer

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

NAT SHERMAN INTERNATIONAL, INC.		DATE OF INCORPORATION		7/12/1991
12 E. 42nd STREET		STATE	DELAWARE	
NEW YORK, NY 10017		TAX ID #	13-3623909	
BOARD OF DIRECTORS:				
JOEL J. SHERMAN	139 MAPLE STREET	ENGLEWOOD, NJ 07631		
MYRNA B. SHERMAN	139 MAPLE STREET	ENGLEWOOD, NJ 07631		
WILLIAM M. SHERMAN	449 BEVERLY ROAD	RIDGEWOOD, NJ 07450		
LAURENCE SHERMAN	80 CHANDLER ROAD	CHATHAM, NJ 07928		
MICHELE SHERMAN-ENTNER	8 VIOLET HILL ROAD	RHINEBECK, NY 12572		
STANLEY FRIEDMAN	87 BERRIAN ROAD	NEW ROCHELLE, NY 10804		
CORPORATE OFFICERS:				
JOEL J. SHERMAN	PRESIDENT, CEO	139 MAPLE STREET	ENGLEWOOD, NJ 07631	
WILLIAM M. SHERMAN	EXECUTIVE VICE PRESIDENT, SECRETARY	449 BEVERLY ROAD	RIDGEWOOD, NJ 07450	
LAURENCE SHERMAN	EXECUTIVE VICE PRESIDENT, TREASURER	80 CHANDLER ROAD	CHATHAM, NJ 07928	
BRENDON SCOTT	CHIEF FINANCIAL OFFICER	128 OAK RIDGE ROAD	RAMSEY, NJ 07446	
PURPOSE:				
RETAILER & WHOLESALE OF TOBACCO PRODUCTS				
OWNERSHIP:				
OWNED 100% BY SHERMAN GROUP HOLDINGS				
2011 DEC 20 PM 4: 44				
SECRETARY OF STATE TALLAHASSEE, FLORIDA				
FILED				
EXHIBIT A				
P:\Accounting\Tom Ahearn\Corporate Officers - Board - Incorporation - NS Companies.xls\NS INTL				

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NAT SHERMAN INTERNATIONAL, 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 TWENTY-NINTH DAY OF NOVEMBER, A.D. 2011.

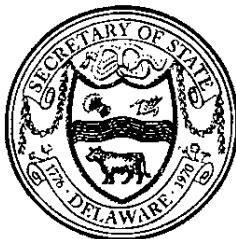
AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

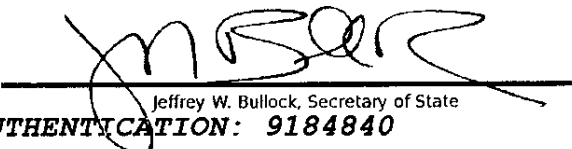
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9184840

DATE: 11-29-11