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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 : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-0821
Fax Number : (850) 558-1515

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12 MAR 27 PM 2:53
DIVISION OF CORPORATIONS

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

**FOREIGN PROFIT/NONPROFIT CORPORATION
HITZ HOLDINGS U.S.A. INC.**

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$728.75

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MRD 3/28/12

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Hitz Holdings U.S.A. 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:

Arata Takahashi

Name of Person

Hitz Holdings U.S.A. Inc.

Firm/Company

2 Grand Central Tower, 140 East 45th Street, 17th Floor

Address

New York, NY 10017

City/State and Zip code

arata.t@lizusa.com

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

For further information concerning this matter, please call:

Arata Takahashi at (212) 883-9060

Name of Person

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. Hitz Holdings U.S.A. 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. DE

(State or country under the law of which it is incorporated)

3. 01-0651751

(FBI number, if applicable)

4. April 1, 2002

(Date of incorporation)

5. perpetual

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

6. May 2011

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

7. 2 Grand Central Tower, 140 East 45th Street, 17th Floor, New York, NY 10017

(Principal office address)

2 Grand Central Tower, 140 East 45th Street, 17th Floor, New York, NY 10017

(Current mailing address)

8. Any and all lawful purposes

(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

(City)

, Florida 32301

(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: Maria Wong

(Registered agent's signature)

Maria Wong Asst. Sec.

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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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Masayuki Morikata

Address: 7-89 Nanko Kita 1-chome, Suminoe-ku, Osaka Japan

Vice Chairman: _____

Address: _____

Director: Wataru Kobashi

Address: 7-89 Nanko Kita 1-chome, Suminoe-ku, Osaka Japan

Director: Soichi Takaura

Address: 150 East 44th Street, New York, NY 10017

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: Arata Takahashi

Address: 2 Grand Central Tower, 140 East 45th Street, 17th Floor, New York, NY 10017

Treasurer: Michi Kuwahara

Address: Hardturmstrasse 127 CH-8037 Zurich, Switzerland

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

13. *A. Takahashi*

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. Arata Takahashi

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

Delaware

The First State

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PAGE 12 MAR 27 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HITZ HOLDINGS U.S.A. 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-SIXTH DAY OF MARCH, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HITZ HOLDINGS U.S.A. INC." WAS INCORPORATED ON THE FIRST DAY OF APRIL, A.D. 2002.

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.

3509182 8300

120356136

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9458980

DATE: 03-26-12