

F12000001762

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(Address)

(Address)

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12 APR 24 PM 4:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

12 APR 23 2012

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** HOLLAND & SHERRY, 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:

LISA R. TIBBS

Name of Person

TOM JAMES COMPANY

Firm/Company

263 SEABOARD LANE

Address

FRANKLIN, TN 37067

City/State and Zip code

l.tibbs@tomjames.com

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

For further information concerning this matter, please call:

HELAINE SAMUELS

Name of Person

at ( 212 ) 355-6241

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:

- |   |  |   |   |
|---|--|---|---|
| <input checked="checked" type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &<br>Certified Copy | <input type="checkbox"/> \$87.50 Filing Fee,<br>Certificate of Status &<br>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. HOLLAND & SHERRY, 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. NEW YORK 3. 13-3032924  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 07-17-1980 5. PERPETUAL  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. MARCH 1, 2012  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 263 SEABOARD LANE, FRANKLIN, TN 37067  
(Principal office address)  
263 SEABOARD LANE, FRANKLIN, TN 37067  
(Current mailing address)

8. SALE OF FABRIC, INTERIOR ITEMS & ACCESSORIES  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

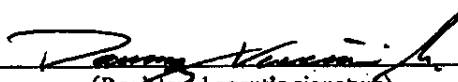
9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: C T CORPORATION SYSTEM

Office Address: 1200 SOUTH PINE ISLAND RD  
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.*

  
(Registered agent's signature)  
Danny Verdecchia, Jr. Asst. 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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12. Names and business addresses of officers and/or directors:

**A. DIRECTORS**

Chairman: SERGIO CASALENA

Address: 411 N. CRANBERRY RD.

WESTMINSTER, MD 21157

Vice Chairman: JIM BRUBAKER

Address: 641 LEXINGTON AVE., 19TH FLOOR

NEW YORK, NY 10022

Director: JAMES P. WILLIAMS

Address: 263 SEABOARD LANE

FRANKLIN, TN 37067

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

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

**B. OFFICERS**

President: SERGIO CASALENA

Address: 411 N. CRANBERRY RD.

WESTMINSTER, MD 21157

Vice President: JIM BRUBAKER

Address: 641 LEXINGTON AVE., 19TH FLOOR

NEW YORK, NY 10022

Secretary: WALTER L. SALYER

Address: 263 SEABOARD LANE, FRANKLIN, TN 37067

Treasurer: JAMES P. WILLIAMS

Address: 263 SEABOARD LANE, FRANKLIN, TN 37067

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

13. 

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. WALTER L. SALYER

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

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**State of New York**  
**Department of State** } ss:

I hereby certify, that the Certificate of Incorporation of HOLLAND & SHERRY, INC. was filed on 07/07/1981, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.



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*WITNESS my hand and the official seal  
of the Department of State at the City of  
Albany, this 11th day of April two  
thousand and twelve.*

A handwritten signature in dark ink, appearing to read "Neil A. ...", is written over a faint circular outline.

*First Deputy Secretary of State*