

F13000000/39

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

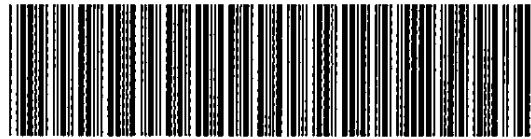
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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13 JAN -7 PM 4:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

13 JAN -7 PM 4:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W3-1243

FILED
T. Burch JAN 14 2013



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 486159 157333A

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : January 4, 2013

ORDER TIME : 1:58 PM

ORDER NO. : 486159-005

CUSTOMER NO: 157333A

FOREIGN FILINGS

NAME: ARDMORE LANGUAGE SCHOOLS INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Stephanie Milnes -- EXT# 52920

EXAMINER: _____

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Ardmore Language Schools 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:

Vickie Basil

Name of Person

Eisenberg Tanchum & Levy

Firm/Company

675 Third Avenue, Suite 2900

Address

New York, New York 10017

City/State and Zip code

Vickie@Etllaw.com

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

For further information concerning this matter, please call:

Michael L. Tanchum

Name of Person

at (212) 599-0777

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 8, 2013

CSC
ATTN: STEPHABIE MILNES

SUBJECT: ARDMORE LANGUAGE SCHOOLS INC.
Ref. Number: W13000001243

RESUBMIT

Please give original
submission date as file date.

We have received your document for ARDMORE LANGUAGE SCHOOLS INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Tim Burch
Regulatory Specialist II

Letter Number: 813A00000438

RECEIVED
DEPARTMENT OF STATE
13 JAN 10 AM 10:52

**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

FILED
13 JAN -7 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Ardmore Language Schools 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 3. 27-4578602

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

(FEI number, if applicable)

4. 1/11/2011

(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. 245 Park Avenue, 39th Floor, New York, New York 10167

(Principal office address)

(Current mailing address)

8. Language School

(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: _____

Stephanie Milnes Esq. V.P.

(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:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: David Walker

Address: Hall Place, Burchetts Green

Berkshire, 8L6 6QR, United Kingdom

Vice President: Oliver Smith

Address: 622 East 20th Street #5C

New York, New York 10009

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

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. Oliver Smith, Vice President

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

FILED
13 JAN -7 PM 4:25
SECRETARY OF STATE
TALLAHASSEE, FL 32399

Delaware

The First State

PAGE

13 JAN -7 PM 6:25
SECRETARY OF STATE
TALLAHASSEE, FL 32307

FILED

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ARDMORE LANGUAGE SCHOOLS, 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 FOURTH DAY OF JANUARY, A.D. 2013.

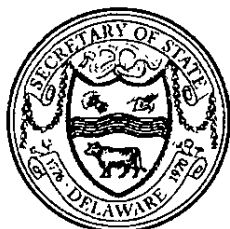
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ARDMORE LANGUAGE SCHOOLS, INC." WAS INCORPORATED ON THE ELEVENTH DAY OF JANUARY, A.D. 2011.


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.

4925895 8300

130015852




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0120913

DATE: 01-04-13