

F13000001077

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

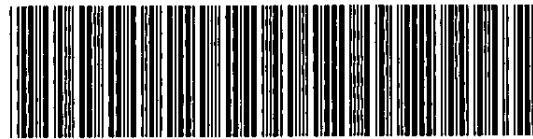
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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02/28/13--01027--019 **70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 MAR 11 AM 9:11

W13-12435

Am 3/12/13

BRYAN W. SYKES

Attorney & Counselor at Law

RECEIVED
13 MAR 11 PM 2:36

RECEIVED
TALLAHASSEE

Bryan W. Sykes, P.A.
4600 West Cypress St.
Suite 130
Tampa, Florida 33605

office: 813.443.5260
facsimile: 813.840.4793

March 11, 2013

Florida Department of State
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

VIA FACSIMILE 850-245-6804/ ATTN: BECKY MCKNIGHT

RE: USVEST GP INC, General Partner for USVEST 1 MASTER LIMITED PARTNERSHIP

To Whom It May Concern:

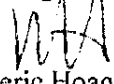
On February 27, 2012 our office submitted an Application by Foreign Corporation for Authorization to Transact Business in Florida in regards to USVEST GP INC. and an Application By Foreign Limited Partnership Or Limited Liability Limited Partnership To Transact Business in Florida, in regards to USVEST 1 MASTER LIMITED PARTNERSHIP.

Please note that USVEST GP INC. is the General Partner for USVEST 1 MASTER LIMITED PARTNERSHIP.

The filings were rejected as we did not include the Certificate of Existence. Please find said document enclosed.

Should you have any questions or concerns, please do not hesitate to contact our office.

Best regards,


Valerie Hoagland,
Paralegal for Attorney Bryan Sykes

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: USVEST GP 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:

Bryan W. Sykes, Esq.

Name of Person

Firm/Company

4600 West Cypress Street, Suite 130

Address

Tampa, FL 33607

City/State and Zip code

bryansykesesq@gmail.com

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

For further information concerning this matter, please call:

Bryan W. Sykes, Esq. at (813) 443-5260

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 1, 2013

BRYAN W SYKES ESQ
4600 WEST CYPRESS STREET SUITE 130
TAMPA, FL 33607

SUBJECT: USVEST GP INC.
Ref. Number: W13000012435

We have received your document for USVEST GP INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return the corrected original and one copy of 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.

Becky McKnight
Regulatory Specialist II Supervisor
New Filing Section

Letter Number: 313A00004976

**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. **USVEST GP 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. _____

(FEI number, if applicable)

4. **DECEMBER 11, 2012**

(Date of incorporation)

5. **PERPETUAL**

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

6. **NO BUSINESS CONDUCTED PRIOR TO SUBMITTAL OF REGISTRATION APPLICATION**

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. **162 CUMBERLAND STREET, SUITE 300, TORONTO, ON M5R 3N5**

(Principal office address)

162 CUMBERLAND STREET, SUITE 300, TORONTO, ON M5R 3N5

(Current mailing address)

8. **ANY LAWFUL ACT OR ACTIVITIES FOR WHICH CORPORATIONS MAY BE ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA**

(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: **BRYAN W. SYKES, ESQ.**

Office Address: **4600 WEST CYPRESS STREET, SUITE 130**

TAMPA

(City)

FLORIDA 33607

(Zip code)

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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:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: **GREG COLEMAN**

Address: **162 CUMBERLAND STREET, SUITE 300, TORONTO, ON M5R 3N5**

Director: **NORMAN MORCOS**

Address: **162 CUMBERLAND STREET, SUITE 300, TORONTO, ON M5R 3N5**

B. OFFICERS

President: **GREG COLEMAN**

Address: **162 CUMBERLAND STREET, SUITE 300, TORONTO, ON M5R 3N5**

Vice President: _____

Address: _____

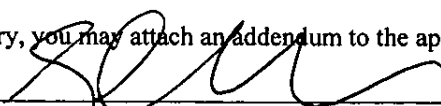
Secretary: **NORMAN MORCOS**

Address: **162 CUMBERLAND STREET, SUITE 300, TORONTO, ON M5R 3N5**

Treasurer: **NORMAN MORCOS**

Address: **162 CUMBERLAND STREET, SUITE 300, TORONTO, ON M5R 3N5**

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. **GREG COLEMAN**

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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 MAR 11 AM 9:11

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "USVEST GP 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 EIGHTH DAY OF MARCH, A.D. 2013.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "USVEST GP INC." WAS INCORPORATED ON THE ELEVENTH DAY OF DECEMBER, A.D. 2012.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 MAR 11 AM 9:11



5256905 8300

130292506

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0269383

DATE: 03-08-13