

**Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet**

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To:
Division of Corporations
Fax Number : (850) 617-6381

From:
Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5368

****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
SMCS HOLDCO, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

RECEIVED
 14 JAN 30 PM 4:05
 FLORIDA
 TALLAHASSEE

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 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 14 JAN 30 PM 1:14

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: SMCS Holdeo, 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:

Elaine Green

Name of Person

Service Master

Firm/Company

860 Ridge Lake Blvd.

Address

Memphis, TN

38120

City/State and Zip code

elaine.green@servicemaster.com

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

For further information concerning this matter, please call:

Elaine Green

Name of Person

at (901 -) 597-1291

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

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CORPORATIONS

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. SMCS Holdco, 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. 46-4450075
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 12/27/2013 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 860 Ridge Lake Blvd., Memphis, TN 38120
(Principal office address)
- same
(Current mailing address)
8. management services
(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 Road
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.

C T Corporation System

Bernadette Baker

By: B. Baker Assistant Secretary
(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.

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

A. DIRECTORS SEE ATTACHMENT

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Alan J. M. Haughie

Address: 860 Ridge Lake Blvd.

Memphis, TN 38120

Director: James E. Shields

Address: 860 Ridge Lake Blvd.

Memphis, TN 38120

B. OFFICERS SEE ATTACHMENT

President: Alan J. M. Haughie

Address: 860 Ridge Lake Blvd.

Memphis, TN 38120

Vice President: Thomas L. Campbell

Address: 860 Ridge Lake Blvd.

Memphis, TN 38120

Secretary: Thomas L. Campbell

Address: 860 Ridge Lake Blvd., Memphis, TN 38120

Treasurer: James E. Shields

Address: 860 Ridge Lake Blvd., Memphis, TN 38120

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. Thomas L. Campbell, Vice President

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

1/30/2014 15:47:47 From: To: 8506176381

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**Attachment to Florida
Officers & Directors**

1 Full Name:	D. Shannon Sparks
Officer/Director:	Officer, Director
Officer's Title:	Vice President - Tax & Assistant Secretary
Director's Title:	Other Director
Business Address:	860 Ridge Lake Blvd.
City:	Memphis
State:	TN
ZIP Code:	38120

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Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SMCS HOLDCO, 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 THIRTIETH DAY OF JANUARY, A.D. 2014.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

5453634 8300

140111391

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1098724

DATE: 01-30-14