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(Business Entity Name)

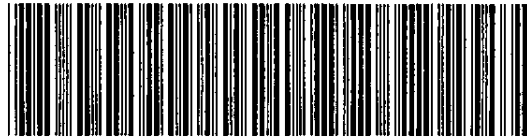
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04/10/14--01033--008 **131.25

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14 APR -4 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FL 32301

MASSINGER LAW OFFICES

INTELLECTUAL PROPERTY LAW AND BUSINESS MATTERS

DOUGLAS WM. MASSINGER, U.S. PATENT ATTORNEY
MEMBER PA, FLA AND U.S. PATENT BARS

March 12, 2014

VIA U.S. PRIORITY MAIL

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Parelli Natural Horse-Man-Ship, Inc. - Correction of Corporate Registration
Our File No.: FL4777-GBM

RECEIVED
14 MAR 18 AM 11:05
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

The purpose of the enclosed documents is to correct a recently discovered filing error that occurred in 2002 when my client was registered as a foreign entity in Florida. Specifically, the Florida attorney who filed the application for foreign registration was apparently unaware that Parelli had voluntarily dissolved its California corporation (Parelli Natural Horse-Man-Ship, Inc. of California) and reorganized in Colorado (Parelli Natural Horse-Man-Ship, Inc. of Colorado) on October 18, 2002, only days before he filed the application here in Florida. Accordingly, when the attorney prepared the documents, he incorrectly identified the California corporation as the entity to be registered in Florida, rather than the Colorado corporation. Every year since, the same attorney has attended to filing the requisite Annual Reports. I became aware of this error recently while reviewing the client's records. Having spoken with one of your staff, I understand that this type of error cannot be corrected by way of an amendment to the existing registration and that a new application for foreign registration must be submitted. If this is incorrect, please let me know. Accordingly, I am enclosing herewith for filing of record the following documents:

1. An Application by Foreign Corporation for Withdrawal of Authority to Transact Business in Florida in connection with Parelli Natural Horse-Man-Ship, Inc. of California (now dissolved);
2. An Application by Foreign Corporation to Transact Business in Florida together with the required Certificate of Good Standing for Parelli Natural Horse-Man-Ship, Inc. of Colorado; and
3. A check in the amount of \$131.25 for the filing fees.

I am aware that certain Florida Statutes provide for the imposition of penalties for failure to register as a foreign entity prior to conducting business in Florida. However, the imposition of penalties would not be justified in this case because: 1) Parelli attempted in good faith to comply with the registration statutes by filing an application for registration and paying the required fee, 2) the recitation of the entity name, principle address, mailing address, registered agent and Federal Employer Identification No. (FEIN) were all correctly stated in the original application, 3) the improperly listed State of incorporation was unintentional, 4) Parelli has, since the initial registration filing, caused to be timely filed through its Florida attorneys the required Annual Reports for

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OCALA, FL 34479
(352) 351-0351
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PHILADELPHIA
MEDIA
Toll Free: (866) 351-0351
Toll Free Fax: (866) 351-0359

Division of Corporations
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every year to date and paid the required fees. It should be apparent that this is simply not a case where a foreign entity was ignoring its duty to be registered such that the imposition of sanctions would be warranted. Rather, it was an innocent mistake and one that was not easy to detect given that the Annual Reports filed each year since the initial registration do not include the State of organization, but do properly state the name of the corporation and EIN. Based on the above, I request that penalties not be imposed on my client.

Please do not hesitate to contact me to discuss this matter further.

Very truly yours,

MASSINGER LAW OFFICES


DOUGLAS WM. MASSINGER

DWM/lh

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Parelli Natural Horse-Man-Ship, 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:

Douglas Wm. Massinger, Esq.

Name of Person

MASSINGER LAW OFFICES

Firm/Company

887 NE 100 Street

Address

Ocala, FL 34479

City/State and Zip code

dwm@massingerlaw.com

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

For further information concerning this matter, please call:

Douglas Wm. Massinger at (352) 351-0351

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

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14 APR - 4 PM 1:07
TALLAHASSEE, FL
SECRETARY OF STATE

**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. **Parelli Natural Horse-Man-Ship, 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. **Colorado**

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

3. **68-0254082**

(FEI number, if applicable)

4. **10/18/2002**

(Date of incorporation)

5. **Perpetual**

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

6. **October 22, 2002 (please see attached letter for explanation)**

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

7. **7 Parelli Way, Pagosa Springs, CO 81147**

(Principal office address)

Same as above

(Current mailing address)

8. **Transacting any and all lawful business as permitted under the laws of the United States and 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:

Douglas Wm. Massinger, Esq.

Office Address:

887 NE 100 Street

Ocala

(City)

, Florida

34479

(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)

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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14 APR -4 PM 1:07
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Jack Pat Parelli

Address: 7 Parelli Way

Pagosa Springs, CO 81147

Director: Linda Parelli

Address: 7 Parelli Way

Pagosa Springs, CO 81147

B. OFFICERS

President: Mark Weller

Address: 7 Parelli Way

Pagosa Springs, CO 81147

Vice President: _____

Address: _____

Secretary: Susan Shoemark

Address: 7 Parelli Way, Pagosa Springs, CO 81147

Treasurer: Linda Parelli

Address: 7 Parelli Way, Pagosa Springs, CO 81147

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

13. [Signature]

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.817.135, F.S.

14. Mark Weiler, President

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

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14 APR -4 PM 1:07
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ADDENDUM

to

**Application By Foreign Corporation (Parelli Natural Horse-Man-Ship, Inc., a
Colorado corporation) For Authorization to Transact Business in Florida**

Additional Directors:

Mark Weiler

7 Parelli Way

Pagosa Springs, CO 81147

Neil Pye

7 Parelli Way

Pagosa Springs, CO 81147

Susan Shoemark

7 Parelli Way

Pagosa Springs, CO 81147

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE

I, Scott Gessler, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

PARELLI NATURAL HORSE-MAN-SHIP, INC.

is a **Corporation** formed or registered on 10/18/2002 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 20021289908.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 03/10/2014 that have been posted, and by documents delivered to this office electronically through 03/12/2014 @ 09:38:17.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 03/12/2014 @ 09:38:17 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 8788431.



A handwritten signature in black ink, appearing to read "Scott Gessler", is written over a horizontal line.

Secretary of State of the State of Colorado

FILED
14 APR -4 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*****End of Certificate*****

Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Certificate Confirmation Page of the Secretary of State's Web site, <http://www.sos.state.co.us/biz/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/> click Business Center and select "Frequently Asked Questions."