

F140000001808

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

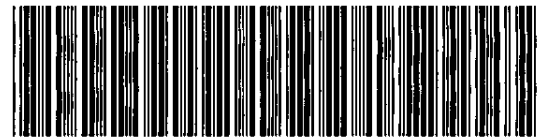
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

B 4/24/14



600258367136

04/22/14--01004--006 **87.50

SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS
14 APR 22 PM 3:03

XCLUUD CORPORATION
1679 South Dupont Highway
Suite 100
Dover, Delaware 19901
E: frederick.sherburne@xclud.com

19 April 2014

New Filing Section
Division of Corporation
PO Box 6327
Tallahassee, Florida 32314

Dear Sir or Madam:

XCLUUD CORPORATION
46 -- 3540037

Enclosed please find APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA.

Also enclosed is the State Delaware Certification Document, State Of Delaware Certificate Of Incorporation A Stock Corporation, and State Of Delaware Certificate Of Amendment Of Certificate Of Incorporation.

The enclosure is what was sent to the undersigned from the State Of Delaware Secretary Of State Division Of Corporations. Also enclosed is the envelope in which the document was sent.

Also enclosed is the undersigned's Bank Of America check number 1032 in the amount of \$87.50 payable to Florida Department Of State-Division Of Corporations in payment of the fees required.

I may be reached by telephone at: 305-978-2727.

Yours truly,



Frederick Sherburne
Treasurer

14 APR 22 PM 3: 03
SECRETARY OF STATE
DIVISION OF CORPORATIONS

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: XCLUUD CORPORATION
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:

FREDERICK SHERBURNE
Name of Person

XCLUUD CORPORATION
Firm/Company

1172 PELICAN BAY DRIVE
Address

DAYTONA BEACH, FLORIDA 32119
City/State and Zip code

frederick.sherburne@xcluud.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

FREDERICK SHERBURNE at (305) 978-2727
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

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. XCLUUD CORPORATION

(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. 46-3540037

(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. 03/26/2013 5. PERPETUAL

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

6. 04/01/2014

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

7. 1172 PELICAN BAY DRIVE, DAYTONA BEACH, FLORIDA 32119

(Principal office address)

1172 PELICAN BAY DRIVE, DAYTONA BEACH, FLORIDA 32119

(Current mailing address)

8. ANY LAWFUL BUSINESS OR ACTIVITY

(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: FREDERICK SHERBURNE

Office Address: 1172 PELICAN BAY DRIVE

DAYTONA BEACH, Florida 32119 (City) (Zip code)

14 APR 22 PM 3:03 SECRETARY OF STATE DIVISION OF CORPORATIONS

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.

[Handwritten signature]

(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: BRADLEY ROTTER
Address: 634-A PROSPECT ROW
SAN MATEO, CALIFORNIA 94401

Vice Chairman: _____
Address: _____

Director: FREDERICK SHERBURNE
Address: 1172 PELICAN BAY DRIVE
DAYTONA BEACH, FLORIDA 32119

Director: _____
Address: _____

SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS
14 APR 22 PM 3:03

B. OFFICERS

President: BRADLEY ROTTER
Address: 634-A PROSPECT ROW
SAN MATEO, CALIFORNIA 94401

Vice President: FREDERICK SHERBURNE
Address: 1172 PELICAN BAY DRIVE
DAYTONA BEACH, FLORIDA 32119

Secretary: FREDERICK SHERBURNE
Address: 1172 PELICAN BAY DRIVE DAYTONA BEACH, FLORIDA 32119

Treasurer: FREDERICK SHERBURNE
Address: 1172 PELICAN BAY DRIVE DAYTONA BEACH, FLORIDA 32119

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

13.  4/19/2014
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. FREDERICK SHERBURNE, TREASURER, VICE PRESIDENT
(Typed or printed name and capacity of person signing application)

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "XCLUUD CORPORATION" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE TWENTY-SIXTH DAY OF MARCH, A.D. 2013, AT 12:09 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "MOUNTAINTOP ONE CORPORATION" TO "XCLUUD CORPORATION", FILED THE THIRD DAY OF SEPTEMBER, A.D. 2013, AT 12:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION, "XCLUUD CORPORATION".

5310026 8100H

140382097



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1242956

DATE: 03-26-14

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:30 PM 09/03/2013
FILED 12:30 PM 09/03/2013
SRV 131060223 - 5310026 FILE

**STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION**

The corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware does hereby certify:

FIRST: That at a meeting of the Board of Directors of
MOUNTAINTOP ONE CORPORATION

resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "One" so that, as amended, said Article shall be and read as follows:

The name of this corporation is Xclud Corporation

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed this 29th day of August, 2013.

By: Bradley Rotter
Authorized Officer
Title: Principal shareholder, Director

Name: Bradley Rotter
Print or Type

STATE of DELAWARE
CERTIFICATE of INCORPORATION
A STOCK CORPORATION

- **First:** The name of this Corporation is MountainTop One Corporation
- **Second:** Its registered office in the State of Delaware is to be located at 1679 S. Dupont Hwy. Suite 100 Street, in the City of Dover County of Kent Zip Code 19901 The registered agent in charge thereof is Registered Agent Solutions, Inc.
- **Third:** The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.
- **Fourth:** The amount of the total stock of this corporation is authorized to issue is 1,000,000 shares (number of authorized shares) with a par value of 0.0100000000 per share.
- **Fifth:** The name and mailing address of the incorporator are as follows:
Name Bradley Rotter
Mailing Address 634 A Prospect Row
San Mateo, CA Zip Code 94401
- **I, The Undersigned,** for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate, and do certify that the facts herein stated are true, and I have accordingly hereunto set my hand this 25 day of March, A.D. 20 13

BY:


(Incorporator)

NAME Bradley Rotter

(type or print)