

F15000002035

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

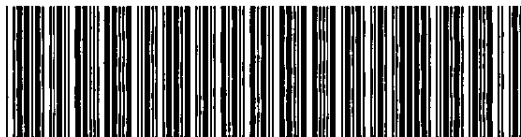
(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



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FILED  
15 MAY -6 AM 1:28  
TALLAHASSEE, FLORIDA  
STATE

6 12-15

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** SpendCheQ, 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:

**Mary Ellen Mitchell**

Name of Person

**SpendCheQ, Inc.**

Firm/Company

**3171 Jasmine Drive**

Address

**Delray Beach, Florida 33483**

City/State and Zip code

**mmitchell@spendcheq.com**

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

For further information concerning this matter, please call:

**Mary Ellen Mitchell**

Name of Person

at ( **561** ) **870-3171**

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. **SpendCheQ, 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. **Texas**

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

3. **802124839**

(FEI number, if applicable)

4. **December 23, 2014**

(Date of incorporation)

5. **Perpetual**

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

6. **N/A**

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

7. **3171 Jasmine Drive, Delray Beach, Florida 33483**

(Principal office address)

**3171 Jasmine Drive, Delray Beach, Florida 33483**

(Current mailing address)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: **Mary Ellen Mitchell**

Office Address: **3171 Jasmine Drive**

**Delray Beach**

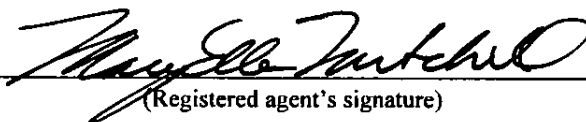
(City)

, Florida **33483**

(Zip code)

9. **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)

10. 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.

FILED  
15 MAY -6 AM 1:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**A. DIRECTORS**

Chairman: Mary Ellen Mitchell

Address: 3171 Jasmine Drive, Delray Beach, Florida 33483

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

President: Mary Ellen Mitchell

Address: 3171 Jasmine Drive, Delray Beach, Florida 33483

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

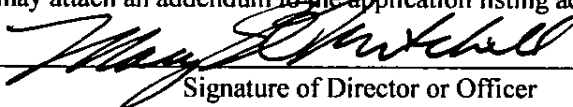
Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

12. \_\_\_\_\_

  
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.

13. Mary Ellen Mitchell, CEO and President

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

Corporations Section  
P.O.Box 13697  
Austin, Texas 78711-3697



Carlos H. Cascos  
Secretary of State

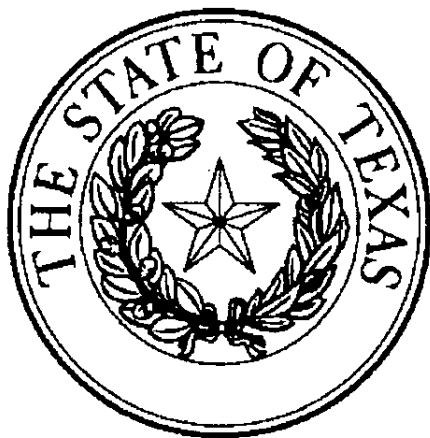
## Office of the Secretary of State

### Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Formation for SpendCheQ, Inc. (file number 802124839), a Domestic For-Profit Corporation, was filed in this office on December 23, 2014.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on May 01, 2015.



A handwritten signature in black ink, appearing to read "Cascos", followed by a horizontal line.

Carlos H. Cascos  
Secretary of State

Corporations Section  
P.O.Box 13697  
Austin, Texas 78711-3697



Nandita Berry  
Secretary of State

## Office of the Secretary of State

December 29, 2014

CT Corporation System  
701 Brazos, Ste. 720  
Austin, TX 78701 USA

RE: SpendCheQ, Inc.  
File Number: 802124839

It has been our pleasure to file the certificate of formation and issue the enclosed certificate of filing evidencing the existence of the newly created domestic for-profit corporation.

Unless exempted, the entity formed is subject to state tax laws, including franchise tax laws. Shortly, the Comptroller of Public Accounts will be contacting the entity at its registered office for information that will assist the Comptroller in setting up the franchise tax account for the entity. Information about franchise tax, and contact information for the Comptroller's office, is available on their web site at <http://window.state.tx.us/taxinfo/franchise/index.html>.

The entity formed does not file annual reports with the Secretary of State. Documents will be filed with the Secretary of State if the entity needs to amend one of the provisions in its certificate of formation. It is important for the entity to continuously maintain a registered agent and office in Texas. Failure to maintain an agent or office or file a change to the information in Texas may result in the involuntary termination of the entity.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section  
Business & Public Filings Division  
(512) 463-5555

Enclosure

*Come visit us on the internet at <http://www.sos.state.tx.us/>*

Phone: (512) 463-5555  
Prepared by: Delores Moore

Fax: (512) 463-5709  
TID: 10285

Dial: 7-1-1 for Relay Services  
Document: 584177250002

Corporations Section  
P.O.Box 13697  
Austin, Texas 78711-3697



Nandita Berry  
Secretary of State

## Office of the Secretary of State

### CERTIFICATE OF FILING OF

SpendCheQ, Inc.  
File Number: 802124839

The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic For-Profit Corporation has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 12/23/2014

Effective: 12/23/2014



*NANDITA BERRY*

Nandita Berry  
Secretary of State

Form 201  
(Revised 05/11)

Submit in duplicate to:  
Secretary of State  
P.O. Box 13697  
Austin, TX 78711-3697  
512 463-5555  
FAX: 512/463-5709  
Filing Fee: \$300



Certificate of Formation  
For-Profit Corporation

This space reserved for office use.

**FILED**  
In the Office of the  
Secretary of State of Texas

DEC 23 2014

**Corporations Section**

Article 1 – Entity Name and Type

The filing entity being formed is a for-profit corporation. The name of the entity is:

SpendCheQ, Inc.

The name must contain the word "corporation," "company," "incorporated," "limited" or an abbreviation of one of these terms.

Article 2 – Registered Agent and Registered Office

(See instructions. Select and complete either A or B and complete C.)

☒ A. The initial registered agent is an organization (cannot be entity named above) by the name of:

CT Corporation System

OR

☐ B. The initial registered agent is an individual resident of the state whose name is set forth below:

First Name	M.I.	Last Name	Suffix
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C. The business address of the registered agent and the registered office address is:

1999 Bryan St. Suite 900	Dallas	TX	75201-3136
Street Address	City	State	Zip Code

Article 3 – Directors

(A minimum of 1 director is required.)

The number of directors constituting the initial board of directors and the names and addresses of the person or persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are as follows:

Director 1				
First Name	M.I.	Last Name	Suffix	
Mary Ellen		Mitchell		
3171 JASMINE DR	DELRAY BEACH	FL	33483	
Street or Mailing Address	City	State	Zip Code	Country



Director 2				
First Name	M.I.	Last Name	Suffix	
Street or Mailing Address	City	State	Zip Code	Country

Director 3				
First Name	M.I.	Last Name	Suffix	
Street or Mailing Address	City	State	Zip Code	Country

#### Article 4 – Authorized Shares

(Provide the number of shares in the space below, then select option A or option B, do not select both.)

The total number of shares the corporation is authorized to issue is: 1,000

☒ A. The par value of each of the authorized shares is: \$1.00

OR

☐ B. The shares shall have no par value.

If the shares are to be divided into classes, you must set forth the designation of each class, the number of shares of each class, the par value (or statement of no par value), and the preferences, limitations, and relative rights of each class in the space provided for supplemental information on this form.

#### Article 5 – Purpose

The purpose for which the corporation is formed is for the transaction of any and all lawful business for which a for-profit corporation may be organized under the Texas Business Organizations Code.

#### Supplemental Provisions/Information

Text Area: (The attached addendum, if any, is incorporated herein by reference.)

--

**Organizer**

The name and address of the organizer:

Mary Ellen Mitchell  
Name  
3171 Jasmine DR Delray Beach FL 33483  
Street or Mailing Address City State Zip Code

**Effectiveness of Filing** (Select either A, B, or C.)

- A. ☒ This document becomes effective when the document is filed by the secretary of state.  
B. ☐ This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: \_\_\_\_\_  
C. ☐ This document takes effect upon the occurrence of a future event or fact, other than the passage of time. The 90<sup>th</sup> day after the date of signing is: \_\_\_\_\_

The following event or fact will cause the document to take effect in the manner described below:

**Execution**

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized to execute the filing instrument.

Date: 12-22-2014

Mary Ellen Mitchell  
Signature of Organizer  
Mary Ellen Mitchell  
Printed or typed name of organizer

From: Ira Herschbein <ira@imhcpa.com>

To: Mary Ellen <maryellenmitchel@aol.com>

Subject: Fwd: CT Evidence Email - Order #: 9535588(SO)-SpendCheQ, Inc.(TX) - Cust Ref 1: CTCorp.com / Cust Ref 2: JA

Date: Fri, May 1, 2015 5:59 pm

Attachments: SpendCheQ, Inc.-TX-Certificate of Existence - Dom.pdf (46K)

Mary Ellen

See what CT sent me.

Enjoy

Ira

----- Forwarded message -----

From: <CLS-AlbanyTeam1@wolterskluwer.com>

Date: May 1, 2015 12:22 PM

Subject: CT Evidence Email - Order #: 9535588(SO)-SpendCheQ, Inc.(TX) - Cust Ref 1: CTCorp.com / Cust Ref 2: JA

To: <ira@imhcpa.com>, <jeff.aranda@wolterskluwer.com>

Cc:



## EVIDENCE

Thank you for choosing CT, Ira.

Attached are results for the following:

Entity Name	Item	Jurisdiction	File/Document Issued Date
SpendCheQ, Inc.	Certificate of Existence - Dom	Texas	

This is the original electronic copy of your evidence, therefore, no additional document will be sent to you.

We appreciate your business!

Albany Corporate Team 1

3 Winners Circle

Albany, NY, 12205

(855) 316-8944

[CLS-AlbanyTeam1@wolterskluwer.com](mailto:CLS-AlbanyTeam1@wolterskluwer.com)



Where can I get help with reviewing or changing my orders?

Contact your Service Team via email at [CLS-AlbanyTeam1@wolterskluwer.com](mailto:CLS-AlbanyTeam1@wolterskluwer.com) or call them at (855) 316-8944.



## Franchise Tax Account Status

As of: 05/02/2015 10:50:28 AM

**This Page is Not Sufficient for Filings with the Secretary of State**

SPENDCHEQ, INC.	
Texas Taxpayer Number	32055971751
Mailing Address	1999 BRYAN ST STE 900 DALLAS, TX 75201-3140
Right to Transact Business in Texas	ACTIVE
State of Formation	TX
Effective SOS Registration Date	12/23/2014
Texas SOS File Number	0802124839
Registered Agent Name	C T CORPORATION SYSTEM
Registered Office Street Address	1999 BRYAN ST., STE. 900 DALLAS, TX 75201