

F15000002373

(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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FILED
15 MAY 27 AM 8:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: VGM Group, Inc. d/b/a VGM Group Parent Co.
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:

Chris Wendland
Name of Person

Clark, Butler, Walsh & Hamann
Firm/Company

315 E. 5th Street
Address

Waterloo, IA 50703
City/State and Zip code

lucy.choplin@vgm.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Chris Wendland at (319) 234-5701
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. VGM Group, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

VGM Group Parent Co.
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Iowa 3. 42-1280573
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 09/04/1986 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 01/01/2012
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1111 W. San Marnan Drive, Waterloo, IA 50701
(Principal office address)

P.O. Box 2817, Waterloo, IA 50704
(Current mailing address)

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

Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(City) (Zip code)

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15 MAY 27 AM 9:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

Holly Jones
Holly Jones
Assistant Vice President
(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.

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

A. DIRECTORS

Chairman: Van G. Miller

Address: 1111 W. San Marnan Drive
Waterloo, IA 50701

Vice Chairman: n/a

Address: _____

Director: James E. Walsh, Jr.

Address: 1111 W. San Marnan Drive
Waterloo, IA 50701

Director: James L. Phillips

Address: 1111 W. San Marnan Drive
Waterloo, IA 50701

B. OFFICERS

President: James E. Walsh, Jr.

Address: 1111 W. San Marnan Drive
Waterloo, IA 50701

Vice President: n/a

Address: _____

Secretary: James E. Walsh, Jr.

Address: 1111 W. San Marnan Drive, Waterloo, IA 50701

Treasurer: Michael A. Mallaro

Address: 1111 W. San Marnan Drive, Waterloo, IA 50701

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. James E. Walsh, Jr., President

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

**IOWA SECRETARY OF STATE
PAUL D. PATE**



CERTIFICATE OF EXISTENCE

Date: 3/27/2015

Name: VGM GROUP, INC. (490 DP - 110492)

Date of Incorporation: 9/4/1986

Duration: PERPETUAL

I, Paul D. Pate, Secretary of State of the State of Iowa, custodian of the records of incorporations, certify the following for the corporation named on this certificate:

- a. The entity is in existence and duly incorporated under the laws of Iowa.
- b. All fees required under the Iowa Business Corporation Act due the Secretary of State have been paid.
- c. The most recent biennial report required has been filed with the Secretary of State.
- d. Articles of dissolution have not been filed.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate ID: **CS104833**

To validate certificates visit:
sos.iowa.gov/ValidateCertificate

A handwritten signature in cursive script that reads "Paul D. Pate".

Paul D. Pate, Iowa Secretary of State

**IOWA SECRETARY OF STATE
PAUL D. PATE**



CERTIFICATE OF EXISTENCE

Certificate Validation

The following certificate was issued by the Iowa Secretary of State
Certificate ID: CS104833 Validation Date: 4/15/2015

Date: 3/27/2015

Name: VGM GROUP, INC. (490 DP - 110492)

Date of Incorporation: 9/4/1986

Duration: PERPETUAL

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- d. Articles of dissolution have not been filed.

A handwritten signature in black ink that reads "Paul D. Pate".

Paul D. Pate, Iowa Secretary of State



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED
15 MAY 27 AM 11:23
TALLAHASSEE, FLORIDA

May 12, 2015

CHRISTOPHER WENDLAND
315 E 5TH STREET
WATERLOO, IA 50704

SUBJECT: VGM GROUP INC
Ref. Number: W15000033430

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

OVERPAYMENT OF FEES, CUSTOMER REQUESTED RETURN.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

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.

Christine Haney
Regulatory Specialist II
New Filing Section

Letter Number: 015A00009886

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STATE
TALLAHASSEE, FLORIDA