



**CORPORATE  
ACCESS,  
INC.**

When you need ACCESS to the world

236 East 6th Avenue, Tallahassee, Florida 32303  
P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666. Fax (850) 222-1666

**WALK IN**

PICK UP: 7/7

- CERTIFIED COPY \_\_\_\_\_
- PHOTOCOPY \_\_\_\_\_
- CUS \_\_\_\_\_
- FILING FOREIGN COPY

1. File 2<sup>nd</sup> Healthy Earth, Inc.  
(CORPORATE NAME AND DOCUMENT #)
2. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)
3. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)
4. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)
5. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)
6. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

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SPECIAL INSTRUCTIONS:  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**LAW FIRM OF  
CHARLES R. HARRISON, P.A.**  
*Attorney & Counselor at Law*  
1413 Trovillion Avenue  
Winter Park, Florida 32789  
Telephone (407) 644-6445  
Facsimile (407) 644-3080  
E-mail charles@harrisonlawfirm.com

July 6, 2015

Florida Department of State  
Division of Corporations  
Attn: Registration Section  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**VIA HAND DELIVERY**

Re: Articles of Dissolution for Healthy Earth, LLC;  
Healthy Earth, Inc., a Delaware corporation's,  
Application By Foreign Corporation For Authorization  
To Transact Business In Florida

To Whom It May Concern:

Please be advised, I am the general counsel for Healthy Earth, LLC and am authorized by Healthy Earth, LLC to state the following:

- (a) Healthy Earth, LLC does not intend to revoke its dissolution which is accomplished by items 1, 2 and 3 below; and
- (b) Healthy Earth, LLC releases its name to Healthy Earth, Inc., a Delaware corporation, which is applying as a foreign corporation for authorization to transact business in Florida pursuant to items 4, 5, 6 and 7 below.

Further, enclosed are the following:

**File Items 1 – 3 First**

1. Cover Letter with the subject of Healthy Earth, LLC;
2. Healthy Earth, LLC's Articles of Dissolution For A Limited Liability Company;
3. Check #2333 payable to Florida Department of State in the amount of \$25;

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**File Items 4 – 7 Second**

4. Cover Letter with the subject of Healthy Earth, Inc.;
5. Healthy Earth, Inc.'s Application By Foreign Corporation For Authorization To Transact Business In Florida with attached Addendum To Application By Foreign Corporation For Authorization To Transact Business In Florida;
6. Delaware Certificate of Good Standing for Healthy Earth, Inc.; and
7. Check #2334 payable to Florida Department of State in the amount of \$70.

If you have any questions about the enclosures or need anything else, please contact me immediately.

Sincerely,

  
Charles R. Harrison, Esquire

CRH:lib

encls.

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**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Healthy Earth, 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:

Charles R. Harrison, Esquire

Name of Person  
Law Firm of Charles R. Harrison, P.A.

Firm/Company  
1413 Trovillion Avenue

Address  
Winter Park, Florida 32789

City/State and Zip code  
charles@harrisonlawfirm.com

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

For further information concerning this matter, please call:

Charles R. Harrison, Esquire      407      644-6445  
at (      )  
Name of Person      Area Code      Daytime Telephone Number

**STREET/COURIER ADDRESS:**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**  
Registration 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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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. Healthy Earth, 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. 47-4372378
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 3/20/2015 5.
(Date of incorporation) (Date of duration, if other than perpetual)

6. Has not transacted business in Florida.
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1800 Second Street, West Tower, Suite 892, Sarasota, Florida 34236
(Principal office address)

(Current mailing address, if different)

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

Name: Charles R. Harrison
Office Address: 1413 Trovillion Avenue
Winter Park, Florida 32789
(City) (Zip code)

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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.

Charles R. Harrison
(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: Christopher G. Cogan  
Address: 1800 Second Street, West Tower, Suite 892  
Sarasota, Florida 34236

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

Director: Russell Vernon  
Address: 1800 Second Street, West Tower, Suite 892  
Sarasota, Florida 34236

Director: Jeffrey Sedacca  
Address: 1800 Second Street, West Tower, Suite 892  
Sarasota, Florida 34236

**B. OFFICERS**

President: Christopher G. Cogan  
Address: 1800 Second Street, West Tower, Suite 892  
Sarasota, Florida 34236

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

Secretary: Thomas Biddinger  
Address: 1800 Second Street, West Tower, Suite 892, Sarasota, Florida 34236

Treasurer: Kay Carter  
Address: 1800 Second Street, West Tower, Suite 892, Sarasota, Florida 34236

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

12. *Russell Vernon*, DIRECTOR  
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 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. Russell Vernon, Director  
(Typed or printed name and capacity of person signing application)

**ADDENDUM TO APPLICATION BY FOREIGN CORPORATION  
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

**A. DIRECTORS**

Director: Paul Brooke

Address: 1800 Second Street, West Tower, Suite 892  
Sarasota, Florida 34236

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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 "HEALTHY EARTH, 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 TWENTY-SIXTH DAY OF JUNE, A.D. 2015.

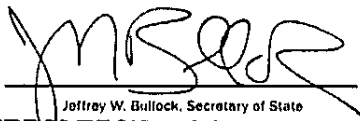
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HEALTHY EARTH, INC." WAS INCORPORATED ON THE TWENTIETH DAY OF MARCH, A.D. 2015.

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

5707926 8300

150976475



  
Jeffrey W. Bullock, Secretary of State

AUTHENTICATION: 2504717

DATE: 06-26-15  
150976475