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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

(Business Entity Name)

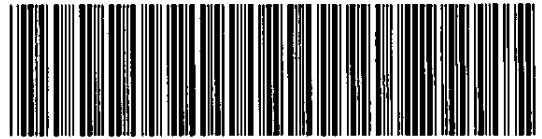
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16 SEP - 1 PM 10:22

TO: SECRETARY OF
STATE
SUBJECT: FILING

FILED

2015 SEP - 1 A 8:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SEP 02 2015

S MASON

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 771075 5040028

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : September 1, 2015

ORDER TIME : 2:48 PM

ORDER NO. : 771075-010

CUSTOMER NO: 5040028

FOREIGN FILINGS

NAME: HANCOCK TIMBERLAND XI INC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Courtney Williams -- EXT# 62935

EXAMINER: _____

**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.*

Hancock Timberland XI Inc.

1. _____
(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)
Delaware

2. _____ 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
3/30/2012

4. _____ 5. _____
(Date of incorporation) (Date of duration, if other than perpetual)
Upon filing

6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
99 High Street, 26th Floor, Boston, MA 02110

7. _____
(Principal office address)
c/o HNRG, 99 High Street, 26th Floor, Boston, MA 02110

(Current mailing address, if different)

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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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.

Corporation Service Company

By: _____



(Registered agent's signature)

Courtney Williams
Asst. Vice President

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

See Schedule A attached.

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

See Schedule A attached.

President: _____

Address: _____

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 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. Brenton J. Keefee

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

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TAMPA FLORIDA

HANCOCK TIMBERLAND XI INC.

| | | |
|------------------------------|----------------------|---|
| Brenton J. Keefer* | Chairman | c/o HNRGI, 99 High Street, 26 th Floor, Boston, MA 02110 |
| J. Scott Estey* | | Same as above |
| William E. Peressini* | Vice President | Same as above |
| Thomas Sarno* | | Same as above |
| Courtland L. Washburn* | | Same as above |
| Jonathan Aggett | Vice President | Same as above |
| Timothy Cayen | Vice President | Same as above |
| John W. Davis | Vice President | Same as above |
| Coleen M. Greenwood | Vice President & CFO | Same as above |
| David Kimbrough | Vice President | Same as above |
| William Marre | Vice President | Same as above |
| William E. Peressini | Vice President | Same as above |
| Donna H. Frankel | Secretary | Same as above |
| Eugene Kwong | Treasurer | Same as above |
| Eric Pawlowski | Assistant Treasurer | Same as above |
| Margaret Beagen | Assistant Secretary | Same as above |
| Derek Solmie | Assistant Secretary | Same as above |
| Maryellen Walsh | Assistant Secretary | Same as above |
| *Denotes Director of Company | | |

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HANCOCK TIMBERLAND XI 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 FIRST DAY OF SEPTEMBER, A.D. 2015.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HANCOCK TIMBERLAND XI INC." WAS INCORPORATED ON THE THIRTIETH DAY OF MARCH, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

5133215 8300

151243439



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2693890

DATE: 09-01-15