

FILED
SEP 10 3 453
FBI - NEW YORK

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Kipling Capital, 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:

F. Randall Bigony

Name of Person

Kipling Capital, Inc

Firm/Company

7108 Fairway Drive, Suite 130

Address

Palm Beach Gardens, FL 33418

City/State and Zip code

randy@kiplingcapital.com

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

For further information concerning this matter, please call:

F. Randall Bigony

561

530-4285

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



FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

**RESOLUTION OF THE BOARD OF DIRECTORS TO ADOPT AN
ALTERNATE NAME FOR USE IN FLORIDA**

(Pursuant to section 607.1506 or 617.1506, F.S.)

(Please print or type)

I, the undersigned F. Randall Bigony, do hereby certify
(Name)

that this Resolution of the Board of Directors of Kipling Capital, Inc

(Name of Corporation)

a corporation duly organized and existing under the laws of California,
(State or Country)

was adopted on September 8, 2015, adopting the alternate

name of Kipling Capital - Palm Beach, Inc
(Alternate Name) NOTE: Must contain a corporate suffix)

for use in Florida as its real name is unavailable in Florida.

Date: 9-8-2015

[Signature]
Signature of Chairman, Vice Chairman of the Board, a
director or any officer

Director and COO
Title of person signing

FILING FEE \$35

(No fee required if submitted with a foreign not for profit qualification or amendment)

Make checks payable to Florida Department of State and mail to:

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

CR2E126 (04/12)

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SEP 10 PM 1:53
CORPORATION DIV
TALLAHASSEE, FL

**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. Kipling Capital Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")
- Kipling Capital - Palm Beach, Inc.
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. California 3. 93-1199313
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 2/23/1996 5. Perpetual
(Date of incorporation) (Date of duration, if other than perpetual)
6. Upon Filing
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 7108 Fairway Drive, Suite 130 Palm Beach Gardens, FL 33418
(Principal office address)
- 11610 Charisma Way Palm Beach Gardens, FL 33418
(Current mailing address, if different)

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

Name: Jones Foster Service, LLC

Office Address: Flagler Center Tower, 505 South Flagler Drive,
Suite 1100
West Palm Beach, Florida 33401
(City) (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.

Jones Foster Service, LLC

Larry B. Alexander, Jr. (Registered agent's signature)
Manager

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.

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

A. DIRECTORS

Chairman: Richard E. Hake
221 Woodland Road Kentfield, CA 94904
Address:

Vice Chairman:
Address:

Director: F. Randall Bigony
11610 Charisma Way Palm Beach Gardens, FL 33418
Address:

Director: Paul J. Roesler
11 Bellagio Road Ross, CA 94957
Address:

B. OFFICERS

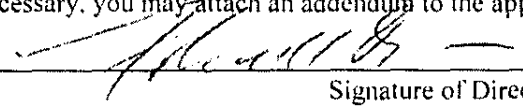
President: Richard E. Hake
221 Woodland Road Kentfield, CA 94904
Address:

Vice President: Paul J. Roesler
11 Bellagio Road Ross, CA 94957
Address:

Secretary: Paul J. Roesler
11 Bellagio Road Ross, CA 94957
Address:

Treasurer: F. Randall Bigony
11610 Charisma Way Palm Beach Gardens, FL 33418
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. F. Randall Bigony, Director and Treasurer
(Typed or printed name and capacity of person signing application)

State of California
Secretary of State

CERTIFICATE OF STATUS

ENTITY NAME:

KIPLING CAPITAL INC.

FILE NUMBER: C1961494
FORMATION DATE: 02/23/1996
TYPE: DOMESTIC CORPORATION
JURISDICTION: CALIFORNIA
STATUS: ACTIVE (GOOD STANDING)

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2015

I, ALEX PADILLA, Secretary of State of the State of California,
hereby certify:

The records of this office indicate the entity is authorized to
exercise all of its powers, rights and privileges in the State of
California.

No information is available from this office regarding the financial
condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate
and affix the Great Seal of the State of
California this day of August 17, 2015.

Alex Padilla

ALEX PADILLA
Secretary of State