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(Requestor's Name)

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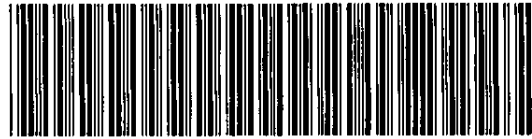
(Business Entity Name)

(Document Number)

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HALLSLEY, LINDA
SEP 14 2015
J SHIVERS

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

ACCOUNT NO. : I20000000195

REFERENCE : 780828 4325457

AUTHORIZATION :

[Handwritten Signature]

COST LIMIT : \$ 87.50

ORDER DATE : September 10, 2015

ORDER TIME : 9:54 AM

ORDER NO. : 780828-005

CUSTOMER NO: 4325457

FOREIGN FILINGS

NAME: NIPPON KODO HOLDINGS CORP.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Courtney Williams -- EXT# 62935

EXAMINER: _____

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Nippon Kodo Holdings Corp.

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:

Julie Ann Hyde

Name of Person

Dentons US LLP

Firm/Company

1221 Avenue of the Americas

Address

New York, New York 10020

City/State and Zip code

julie-ann.hyde@dentons.com

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

For further information concerning this matter, please call:

Julie Ann Hyde

at (212) 632-5560

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.*

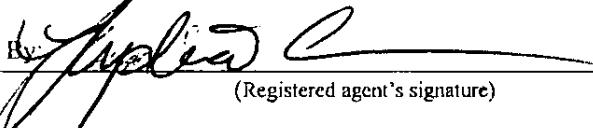
1. Nippon Kodo Holdings Corp.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")
- (If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. Japan 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 17, 1964 5. _____
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. Ginza 3-5-8, Chuo-ku, Tokyo, Japan
(Principal office address)
Ginza 3-5-8, Chuo-ku, Tokyo, Japan
(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)

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

Lydia Cohen
Asst. Vice President

By: 
(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.

15 SEP 11 PM 8:00
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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Masahisa Konaka

Address: Ginza 3-5-8, Chuo-ku
Tokyo, Japan

Vice Chairman: _____

Address: _____

Director: Masayoshi Konaka

Address: Ginza 3-5-8, Chuo-ku
Tokyo, Japan

Director: Tetsuo Okubo

Address: Ginza 3-5-8, Chuo-ku
Tokyo, Japan

B. OFFICERS

President: Masayoshi Konaka

Address: Ginza 3-5-8, Chuo-ku
Tokyo, Japan

Vice President: Tetsuo Okubo

Address: Ginza 3-5-8, Chuo-ku
Tokyo, Japan

Secretary: Kenichi Yasuoka

Address: Ginza 3-5-8, Chuo-ku, Tokyo, Japan

Treasurer: _____

Address: _____

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

12. Masayoshi Konaka
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. MASAYOSHI KONAKA
(Typed or printed name and capacity of person signing application)

15 SEP 11 PM 8:08
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DEPARTMENT OF STATE
ATTENTION: E. H. LOAN

現在事項全部証明書

東京都中央区銀座三丁目5番8号
株式会社日本香堂ホールディングス
会社法人等番号 0100-01-137416

商 号	株式会社中央銀座ビルディング	
	株式会社日本香堂ホールディングス	平成23年 4月 1日変更
		平成23年 4月 1日登記
本 店	東京都中央区銀座三丁目5番8号	
公告をする方法	官報に掲載する方法により行う。	
会社成立の年月日	昭和39年3月17日	
目 的	<p>当会社は、次の事業を営むことを目的とする。</p> <p>1. 当会社は、次の各号の事業を営む会社（外国会社を含む。）、組合（外国における組合に相当するものを含む。）その他これに準ずる事業体の株式又は持分を所有することにより、当該会社等の事業活動を支配・管理することを目的とする。</p> <p>(1) 薫物線香及び焼香並びに蚊取線香の製造販売</p> <p>(2) 香料、石鹸、化粧品、日用雑貨並びに葬祭関連用品の販売</p> <p>(3) 土地、建物の売買、仲介及び管理、賃貸</p> <p>(4) 線香の製造に関する機械の賃貸</p> <p>(5) 前各号に附帯関連する一切の業務</p> <p>2. 当会社は、前項各号及びこれに附帯又は関連する一切の事業を営むことができる。</p> <p>平成23年 4月 1日変更 平成23年 4月 1日登記</p>	
発行可能株式総数	1万6000株	
発行済株式の総数 並びに種類及び数	発行済株式の総数 6735株	平成23年 4月 1日変更
		平成23年 4月 1日登記
資本金の額	金4000万円	
株式の譲渡制限に関する規定	<p>本会社の株式を譲渡により取得するには、株主または取得者は、代表取締役の承認を受けなければならない。</p>	
役員に関する事項	取締役 小 仲 正 久	平成25年 6月28日重任
		平成25年 7月 5日登記

東京都中央区銀座三丁目5番8号
株式会社日本香堂ホールディングス
会社法人等番号 0100-01-137416

	取締役 小 仲 正 克	平成25年 6月28日重任
		平成25年 7月 5日登記
	取締役 大 久 保 哲 夫	平成25年 6月28日重任
		平成25年 7月 5日登記
	東京都練馬区小竹町二丁目41番7号 代表取締役 小 仲 正 久	平成25年 6月28日重任
		平成25年 7月 5日登記
		平成26年 7月 8日住所 移転
		平成26年 7月16日登記
	東京都文京区本郷四丁目8番17-1402号 代表取締役 小 仲 正 克	平成25年 6月28日重任
		平成25年 7月 5日登記
	東京都練馬区大泉学園町六丁目29番10号 代表取締役 大 久 保 哲 夫	平成25年 6月28日重任
		平成25年 7月 5日登記
	監査役 安 岡 寇 一	平成24年 6月30日就任
		平成24年 7月 3日登記
取締役会設置会社 に関する事項	取締役会設置会社	
監査役設置会社 に関する事項	監査役設置会社	

これは登記簿に記載されている現に効力を有する事項の全部であることを証明
した書面である。

平成27年 6月26日

東京法務局
登記官

黒 澤 貞 彦



[Translation]

CERTIFIED COPY OF CORPORATE REGISTRATION

Ginza 3-5-8, Chuo-ku, Tokyo

Kabushiki Kaisha Nippon Kodo Holdings

Corporate Registration Number: 0100-01-137416

Corporate Name: Kabushiki Kaisha Nippon Kodo Holdings

Head Office: Ginza 3-5-8, Chuo-ku, Tokyo

Method of Public Notice: Public notice of this company shall be made in the official gazette.

Date of Incorporation: 17 March 1964

Objects:

The objects of this company are to do the following businesses:

1. To hold shares or stocks of companies (including foreign companies), partnership (including foreign partnership equivalents) and other similar business entities which conduct any of the following businesses:
 - (1) Production and sales of incense sticks and mosquito sticks
 - (2) Sale of fragrant materials, soaps, cosmetics, daily goods and funeral related goods
 - (3) Sales of land and buildings and management, rental and brokerage thereof
 - (4) Rental of incense stick manufacturing machines
 - (5) Any business related to the above businesses
2. This company may operate any business related to the above businesses.

Authorized shares: 16,000 shares

Issued shares: 6,735 shares

[Changed on 1 April 2011]

[Registered on 1 April 2011]

Capital amount: 40,000,000 yen

Restriction on shares:

The shareholders and their transferees shall obtain approval from the representative director in order to transfer the shares of this company.

Members:

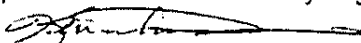
Director:	Masahisa Konaka	[Reappointed on 28 June 2013] [Registered on 5 July 2013]
Director:	Masayoshi Konaka	[Reappointed on 28 June 2013] [Registered on 5 July 2013]
Director:	Tetsuo Okubo	[Reappointed on 28 June 2013] [Registered on 5 July 2013]
Representative Director:	Kotakecho 2-41-7, Nerima-ku, Tokyo	
	Masahisa Konaka	[Reappointed on 28 June 2013] [Registered on 5 July 2013] [Address change on 8 July 2014] [Registered on 16 July 2014]
Representative Director:	Hongo 4-8-17-1402, Bunkyo-ku, Tokyo	
	Masayoshi Konaka	[Reappointed on 28 June 2013] [Registered on 5 July 2013]
Representative Director:	Oizumi Gakuencho 6-29-10, Nerima-ku, Tokyo	
	Tetsuo Okubo	[Reappointed on 28 June 2013] [Registered on 5 July 2013]
Statutory Auditor:	Kenichi Yasuoka	[Appointed on 30 June 2012] [Registered on 3 July 2012]

Matter concerning the board of directors:

This company shall have the board of directors.

Matter concerning the statutory auditor: This company shall have the statutory auditor.

This is to certify that the above is a true and complete copy of the corporate registration of a corporation which is currently in good standing.



Ken-ichi Tanabe

Dated as of the 26th day of June 2015