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TALLAHASSEE, FLORIDA

2016 JUN 13 PM 2:00

FILED STATE
SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
15 JUN 13 PM 4:30

JUN 15 2016

S. YOUNG

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Brooke USA Inc
Name of Corporation – must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", or "Certificate of Status" and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Bobby Sutton, Finance and Administration Manager

Name of Person

Brooke USA Inc

Firm/Company

4089 Iron Works Parkway

Address

Lexington, KY 40511

City/State and Zip Code

bobby.sutton@brookeusa.org

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

For further information concerning this matter, please call:

Bobby Sutton

Name of Person

at (859)

Area Code

296-0037

Daytime Telephone Number

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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

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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SECRETARY OF CORPORA
TALLAHASSEE, FL
15 JUN 13 PM 4:30

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO
CONDUCT ITS AFFAIRS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN
THE STATE OF FLORIDA:*

1. Brooke USA Inc

(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 33-1173163
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 2007 5. _____
(Date of Incorporation) (Date of duration, if other than perpetual)

6. 3/31/2016
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)

7. 4089 Iron Works Parkway, Lexington, KY 40511
(Principal office address)

(Current mailing address, if different)

8. To support the welfare horses, donkeys and mules working in the poorest parts of the world.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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

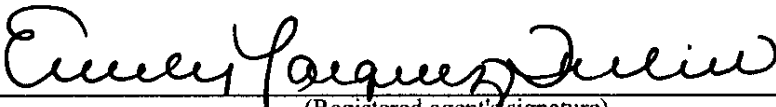
Name: Emily Marquez-Dulin

Office Address: 11342 NW 69th Street

Doral, Florida 33178
(City) (Zip Code)

10. 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.


(Registered agent's signature)

11. 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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STATE
SECRETARY OF
TREASURY
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12. Names and addresses of officers and/or directors

A. DIRECTORS

Chairman: Dr. David Jones

Address: 1688 Sylvan Way
Asheboro, NC 27205

Vice Chairman: _____

Address: _____

Director: See Attached Documentation

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Emily Marquez-Dulin, Executive Director (Responsible Party and CEO of Brooke USA)

Address: 11342 NW 69th Street
Doral, FL 33178

Vice President: _____

Address: _____

Secretary: Brendon Elliott

Address: 5th Floor Friars Bridge Court, 41-45 Blackfriars Rd, London SE1 8NZ United Kingdom

Treasurer: Begay Jabang

Address: 5th Floor Friars Bridge Court, 41-45 Blackfriars Rd, London SE1 8NZ United Kingdom

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

13. Emily Marquez-Dulin
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Emily Marquez-Dulin, Executive Director (Responsible Party and CEO of Brooke USA)
(Typed or printed name and capacity of person signing application)

Brooke USA
4089 Iron Works Parkway
Lexington, KY 40511

Board of Directors

Dr. David Jones, Chairman of the Board
1688 Sylvan Way
Asheboro, NC 27205

Katherine Bellissimo
13893 40th Street S.
Wellington, FL 33414

Bernadette Cogdell
3200 Forks Road
Norwood, NC 28128

Dr. Jim Hamilton
635 Valley View Road
Southern Pines, NC 28387

Dr. Paul Lunn
1060 William Moore Drive
Raleigh, NC 27607

Sir David Madden
5 Rawlinson Road
Oxford, OX2 6UE
United Kingdom

John Nicholson
112 Shinnecock Hill Road
Georgetown, KY 40324

Marjorie Rankin
2409 Old Lexington Road
Asheboro, NC 27205

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TALLAHASSEE, FLORIDA
19 JUN 19 PM 4:30

Jim Wolf
37 Haytown Road
Lebanon, NJ 08833

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TALLAHASSEE, FLORIDA
13 JUN 13 PM 4:31

Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BROOKE USA, 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 SIXTEENTH DAY OF MARCH, A.D. 2016.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS AN EXEMPT CORPORATION.

16 JUL 13 PM 4:31
RECEIVED
STATE OF DELAWARE



4329630 8300C

SR# 20161667511

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


Jeffrey W. Bullock, Secretary of State

Authentication: 201993744

Date: 03-16-16