

10/4/2016

Division of Corporations

File 000004433

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H16000247005 3)))



H1600024700534BCZ

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6383

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850)205-8842
Fax Number : (850)878-5368

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

16 OCT -4 AM 9:55

FILED
FCA000000023
C T CORPORATION SYSTEM

**FOREIGN PROFIT/NONPROFIT CORPORATION
COGBOOKS LIMITED CORPORATION**

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

2017 OCT -4 PM 5:03

FILED
FCA000000023
C T CORPORATION SYSTEMOCT 05 2016
J. HARRIS

Electronic Filing Menu

Corporate Filing Menu

Help

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: CogBooks Limited Corporation
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:

Jim Thompson

	Name of Person
CogBooks Limited	
	Firm/Company
5304 Alafia Falls Drive	
	Address
Lithia, FL 33547	
	City/State and Zip code
info@cogbooks.com	
	E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jim Thompson	at	813	260-0754
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

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. Cogbooks Limited Corporation

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

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

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

4. 12/07/2004 5. _____
(Date of incorporation) (Date of duration, if other than 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. 5th Floor, 125 Princes Street, Edinburgh, EH2 4AD, United Kingdom
(Principal office address)

3 Lady Lawson Street, Edinburgh, EH3 9DS, United Kingdom
(Current mailing address, if different)

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

Name: CT Corporation System

Office Address: 1200 South Pine Island Drive
Broadward County Plantation, , Florida 33324
(City) (Zip code)

16 OCT -4 AM 9:55
RECEIVED
DEPT OF STATE
CORPORATION DIVISION

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.

Jennifer Vincent Jennifer Vincent,
Assistant Secretary &
Vice President
(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. DIRECTORSChairman: Brian McGheeAddress: The Lodge, Bonaly Tower, Colinton, Edinburgh, EH13 0PBVice Chairman: Ben GrayAddress: 75a Hepburn Gardens, St Andrews, Fife, KY16 9LSDirector: Donald ClarkAddress: 70 Edburton Avenue, Brighton, BN1 6ELDirector: Nathan ElstobAddress: 8 Ralliwood Road, Ashtead, Surrey, KT21 1DE**B. OFFICERS**President: Jim ThompsonAddress: 63 Arden Street, Edinburgh, EH9 1BTVice President: Vivek SambiahAddress: A3, 1402, Elita Promenade, 101, 15th Main, J.P. Nagar 7th Phase, Bangalore, India 560 078Secretary: MBM Secretarial Services LtdAddress: 5th Floor, 125 Princes Street, Edinburgh, EH2 4AD

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 Jim Thompson

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.



THE COMPANIES ACT 2006

Company No. 277108

The Registrar of Companies for Scotland hereby certifies that COGBOOKS LIMITED (originally called NEWCO (810) LIMITED which name was changed by resolution on 12th January 2005 to COGBOOKS LIMITED) was incorporated under the Companies Act 1985 as a limited company on 7th December 2004.

The Registrar further certifies that according to the documents on the file of the company:-

- a) DONALD MACKENZIE CLARK, NATHAN MARK ELSTUB, BENJAMIN JOHN HOWARD GRAY, ISABEL JANE NEWMAN, IAN CLELAND RITCHIE, VIVEK SAMBALAH and JAMES HEDLEY THOMPSON are the directors of the company,
- b) MBM SECRETARIAL SERVICES LIMITED is the secretary of the company,
- c) the situation of the registered office is 5TH FLOOR, 125 PRINCES STREET, EDINBURGH EH2 4AD,
- d) the issued capital of the company is 23,573 shares of £1 each,
- e) RHONA BAIRD, DONALD CLARK, D.C. THOMSON & COMPANY LIMITED, SAMUEL EDWIN, RONALD HINDS, BRIAN WILLIAM CRAIGHEAD MCGHEE, MR SAMBALAH S/O MR SAMBAGOWDA AND MS YASHODA B.B., W/O SAMBALAH, NESTA IMPACT INVESTMENTS 1 LIMITED PARTNERSHIP ACTING BY ITS DULY AUTHORISED INVESTMENT MANAGER NESTA INVESTMENT MANAGEMENT LLP, ANDERS OTTOSON, IAN CLELAND RITCHIE, ROBERT ROGOWSKI, MADHU S.R. S/O RAMACHANDRA S.B., VIVEK SAMBALAH, SCOTTISH ENTERPRISE, SCOTTISH ENTERPRISE-SCOTTISH SEED FUND, JOHN NOEL THOMPSON, JAMES HEDLEY THOMPSON and MARTIN TOGNERI are the shareholders of the company.

Given at Companies House, the 29th September 2016

K WHYMAN

for the Registrar of Companies

Part 1 of 2

This certificate records the result of a search of the information registered by the Registrar. This information derives from filings accepted in good faith without verification. For this reason the Registrar cannot guarantee that the information on the register is accurate or complete.



Companies House



THE COMPANIES ACT 2006

Company No. 277108

According to the documents on file and in the custody of the Registrar, the company is up to date with its filing requirements and has at least 1 director, who is a natural person over the age of 16.

The company has been in continuous unbroken existence since its incorporation and no action is currently being taken by the Registrar of Companies to strike the company off the register or to dissolve it as defunct. As far as the Registrar is aware, the company is not in liquidation or subject to an administration order, and no receiver or manager of the company's property has been appointed.*****

Given at Companies House, the 29th September 2016

K WHYMAN

for the Registrar of Companies

Part 2 of 2

This certificate records the result of a search of the information registered by the Registrar. This information derives from filings accepted in good faith without verification. For this reason the Registrar cannot guarantee that the information on the register is accurate or complete.



Companies House

FAX COVER SHEET

TO	
COMPANY	
FAXNUMBER	18506176383
FROM	Ranae McGraw
DATE	2016-10-04 14:37:47 CST
RE	COGBOOKS LIMITED CORPORATION

COVER MESSAGE

KaityToon
Associate Fulfillment Specialist
Fulfillment Operations
CT Corporation

Office (614) 280-3338
kaity.toon@wolterskluwer.com<mailto:James.tanks@wolterskluwer.com>
[https://connect.wolterskluwer.com/GRCS/Brand%20Compliance%20Resources/Shared
%20Documents/WK_H_01_Pos_RGB_0072_Color.jpg]
4400 Easton Commons Way Suite 125 Columbus, Ohio 43219
www.wolterskluwer.com<http://www.wolterskluwer.com/>

Confidentiality Notice: This email and its attachments (if any) contain confidential information of the sender. The information is intended only for the use by the direct addressees of the original sender of this email. If you are not an intended recipient of the original sender (or responsible for delivering the message to such person), you are hereby notified that any review, disclosure, copying, distribution or the taking of any action in reliance of the contents of and attachments to this email is strictly prohibited. If you have received this email in error, please immediately notify the sender at the address shown herein and permanently delete any copies of this email (digital or paper) in your possession.



Wolters Kluwer