

9/19/2017

Division of Corporations

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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

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

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FOREIGN PROFIT/NONPROFIT CORPORATION

Visually, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

resubmission keep date 9/19/17

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Corporate Filing Menu

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J. HARRIS

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Visually, 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:

David Baird

Name of Person

Osler, Hoskin & Harcourt LLP

Firm/Company

620 8th Avenue, 36th Floor

Address

New York, NY 10018

City/State and Zip code

dbaird@osler.com

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

For further information concerning this matter, please call:

David Baird

212 991-2596
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

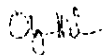
APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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. Visually, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")
- Visually Florida, Inc.
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. Delaware 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. February 16, 2011 5. _____
(Date of incorporation) (Date of duration, if other than perpetual)
6. September 8, 2017
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 303-49 Spadina Avenue, Toronto, Ontario, Canada M5V 2J1
(Principal office address)
- 303-49 Spadina Avenue, Toronto, Ontario, Canada M5V 2J1
(Current mailing address, if different)
8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)
- Name: C T Corporation System
Office Address: 1200 South Pine Island Road
Broward County Plantation, Florida 33324
(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.



Olga Hinkel, 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.

FILED
2017 SEP 19 PM 2:22
TALLAHASSEE, FLA

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

A. DIRECTORSChairman: Vincent MisfudAddress: 303-49 Spadina Avenue, Toronto, Ontario, Canada M5V 2J1Vice Chairman: Efrem AinsleyAddress: 303-49 Spadina Avenue, Toronto, Ontario, Canada M5V 2J1Director: N/A

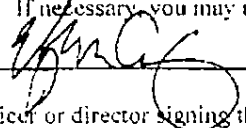
Address: _____

Director: N/A

Address: _____

B. OFFICERSPresident: Vincent MisfudAddress: 303-49 Spadina Avenue, Toronto, Ontario, Canada M5V 2J1Vice President: N/A

Address: _____

Secretary: Efrem AinsleyAddress: 303-49 Spadina Avenue, Toronto, Ontario, Canada M5V 2J1Treasurer: Efrem AinsleyAddress: 303-49 Spadina Avenue, Toronto, Ontario, Canada M5V 2J1**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. Efrem Ainsley, Officer
(Typed or printed name and capacity of person signing application)

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "VISUALLY, 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 NINETEENTH DAY OF SEPTEMBER, A.D. 2017.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE
BEEN FILED TO DATE.

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



4941645 8300

SR# 20176221339

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

Jeffrey W. Bullock, Secretary of State

Authentication: 203247067

Date: 09-19-17