

F17000004447

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

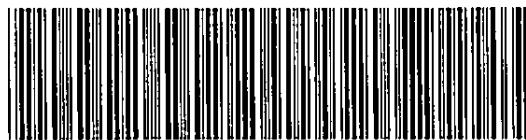
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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[Handwritten Signature]
10/4/17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

17 OCT -3 AM 9:13

FILED

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Carlutz, 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:

Robert A. Peay, Esq.

Name of Person

Firm/Company

4510 Cox Road, Suite 201

Address

Glen Allen, Virginia 23060

City/State and Zip code

rpeay@carlutz.com

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

For further information concerning this matter, please call:

Robert A. Peay, Esq.

804

310-6378

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. Carlutz, Inc.
(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. Delaware 3. 45-0701034
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. March 14, 2011 5. Perpetual
(Date of incorporation) (Date of duration, if other than perpetual)

6. Date of Registration
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 801 Bearss Avenue, Tampa, Florida 33613
(Principal office address)

406 W. Franklin Street, Richmond, Virginia 23220
(Current mailing address, if different)

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.

Holly Jones
Assistant 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.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Michael Bor
Address: 406 W. Franklin Street
Richmond, VA 23220

Vice Chairman: Aaron Montgomery
Address: 406 W. Franklin Street
Richmond, VA 23220

Director: Will Boland
Address: 406 W. Franklin Street
Richmond, VA 23220

Director: Steven Carrell
Address: 406 W. Franklin Street
Richmond, VA 23220

B. OFFICERS


President: Michael Bor
Address: 406 W. Franklin Street
Richmond, VA 23220

~~Vice President:~~ Chief Operating Officer: Aaron Montgomery
Address: 406 W. Franklin Street
Richmond, VA 23220

~~Secretary:~~ Chief Marketing Officer: Will Boland
Address: 406 W. Franklin Street, Richmond, VA 23220

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

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. Michael Bor, President & CEO
(Typed or printed name and capacity of person signing application)

Additional Directors:

David R. Mitchell
406 W. Franklin Street
Richmond, VA 23220

Robert Kurnick
406 W. Franklin Street
Richmond, VA 23220

Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CARLOTZ, 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 TWENTY-EIGHTH 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 SAID "CARLOTZ, INC." WAS INCORPORATED ON THE FOURTEENTH DAY OF MARCH, A.D. 2011.

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



4953171 8300

SR# 20176391064

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

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 203311110

Date: 09-28-17