

F17000005835

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP☐ WAIT☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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N. CAUSSEAU

DEC 29 2017

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

ACCOUNT NO. : I20000000195

REFERENCE : 985720 7817495

AUTHORIZATION

[Signature]

COST LIMIT : \$125.00

ORDER DATE : December 28, 2017

ORDER TIME : 9:40 AM

ORDER NO. : 985720-010

CUSTOMER NO: 7817495

FOREIGN FILINGS

NAME: NOBLE AMERICAS EMERALD CORP.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Roxanne Turner -- EXT#

EXAMINER: _____

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Noble Americas Emerald 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:

Joseph Limone

Name of Person

Noble Americas Corp.

Firm/Company

Four Stamford Plaza, 107 Elm Street

Address

Stamford, CT 06902

City/State and Zip code

Jl@thisisnoble.com

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

For further information concerning this matter, please call:

Joseph Limone 203 363-7536

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. Noble Americas Emerald 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. Delaware 3. 82-3299155
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. October 13, 2017 5. ~~82-3299155~~
(Date of incorporation) (Date of duration, if other than perpetual)
6. October 13, 2017
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. Four Stamford Plaza, 107 Elm Street, Stamford, CT 06902
(Principal office address)
- (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)

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STATE
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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
By: [Signature] Asst. 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. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: William James Randall

Address: 18th Floor, China Evergrande Centre, 38 Gloucester Rd.

Hong Kong, China

Director: Joseph Limone

Address: Four Stamford Plaza, 107 Elm Street, Stamford, CT 06902

B. OFFICERS

President: William James Randall

Address: 18th Floor, China Evergrande Centre, 38 Gloucester Rd.

Hong Kong, China

Vice President: _____

Address: _____

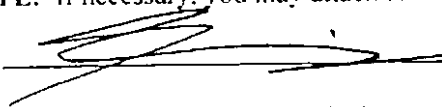
Secretary: Joseph Limone

Address: Four Stamford Plaza, 107 Elm Street, Stamford, CT 06902

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. Joseph Limone, Secretary, Director

(Typed or printed name and capacity of person signing application)

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Florida Addendum
Additional Officers/Directors

Director:

Paul Alan Jackaman
18th Floor, China Evergrande Centre
38 Gloucester Rd.
Hong Kong, China

Chief Financial Officer:

Michael Kirby
Four Stamford Plaza
107 Elm Street
Stamford, CT 06902

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Delaware

The First State

Page 1


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NOBLE AMERICAS EMERALD CORP." 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-NINTH DAY OF DECEMBER, A.D. 2017.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NOBLE AMERICAS EMERALD CORP." WAS INCORPORATED ON THE THIRTEENTH DAY OF OCTOBER, A.D. 2017.

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

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STATE OF DELAWARE
SECRETARY OF STATE




Jeffrey W. Bullock, Secretary of State

6577237 8300

SR# 20177841880

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

Authentication: 203854164

Date: 12-29-17