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TALLAHASSEE, FLORIDA

O SIMMONS
JAN 11 2018

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Clough USA 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:

Elio F. Martinez, Jr

Name of Person

Espinosa Martinez PL

Firm/Company

1428 Brickell Ave., Suite 100

Address

Miami, Florida 33131

City/State and Zip code

emartinez@etlaw.com

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

For further information concerning this matter, please call:

Zoila Sanchez

at (305) 854-0900

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. Clough USA 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. Texas 3. 71-1036159
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 03/07/2006 5. Perpetual
(Date of incorporation) (Date of duration, if other than perpetual)

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

7. 1221 McKinney St., Suite 3333, Houston, TX 77010
(Principal office address)

(Current mailing address, if different)

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


Name: Elio F. Martinez, Jr. - c/o Espinosa Martinez PL

Office Address: 1428 Brickell Ave., Suite 100

Miami, Florida 33131
(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.


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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Richard Simons

Address: 1221 McKinney St., Suite 3333

Houston, TX 77010

Director: Rajiv Ratnesar

Address: 1221 McKinney St., Suite 3333

Houston, TX 77010

B. OFFICERS

President: Peter Bennett

Address: 1221 McKinney St., Suite 3333

Houston, TX 77010

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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. RICHARD SIMONS - DIRECTOR

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



Rolando B. Pablos
Secretary of State

Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Formation for Clough USA Inc. (file number 800623235), a Domestic For-Profit Corporation, was filed in this office on March 07, 2006.

It is further certified that the entity status in Texas is in existence.

It is further certified that our records indicate ROBERT POWERS as the designated registered agent for the above named entity and the designated registered office for said entity is as follows:

1221 MCKINNEY STREET, SUITE 3333

HOUSTON, TX - 77010 USA

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on January 04, 2018.



A stylized, handwritten signature of Rolando B. Pablos.

Rolando B. Pablos
Secretary of State