

1/31/2018

Division of Corporations

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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.

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

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (614)280-3338
Fax Number : (954)208-0845

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

Email Address: _____

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2018 JAN 31 P 12:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOREIGN PROFIT/NONPROFIT CORPORATION

Marc Anthony US Holdings, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

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FEB 1 2018

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Marc Anthony US Holdings, 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:

Patricia Robichaud

Name of Person

c/o Goodwin Procter, LLP

Firm/Company

100 Northern Avenue

Address

Boston, MA 02210

City/State and Zip code

PRobichaud@goodwinlaw.com

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

For further information concerning this matter, please call:

Patricia Robichaud

at (617)

570-1310

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

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 SECRETARY OF STATE

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. Marc Anthony US Holdings, 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. (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. February 16, 2017 5. Perpetual (Date of incorporation) (Date of duration, if other than perpetual)

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

7. 190 Pippin Road, Concord ON L4K 4X9 Canada (Principal office address)

(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
Plantation, Florida 33324
(City) (Zip code)

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STATE SECRET FLORIDA

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.

C T Corporation System

By: [Signature] Jill Zygmunt Assistant Secretary
(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: See Attached Exhibit A

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President: See Attached Exhibit A

Address:

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. X

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.

Chris Doyle, Chief Financial Officer

13.

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

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STATE DEPT OF STATE
TALLAHASSEE FL 32310

Exhibit A
Application by Foreign Corporation for Authorization
To Transact Business in Florida

Marc Anthony US Holdings, Inc.

II: Name and Business Address of Officers and/or Directors

A. DIRECTORS

Name	Business Address
Jeffrey S. Barber	200 Clarendon Street, 56 th Floor Boston, MA, USA 02116
Marc Anthony Venere	190 Pippin Road Concord, ON L4K 4X9
Chris Elshaw	343 East 74 th Street, Apt. 17C New York, NY, USA 10021
Jessica Cohen	200 Clarendon Street, 56 th Floor Boston, MA, USA 02116
Thomas C. Ennis	10698 E. Skinner Drive Scottsdale, Arizona 85262

B. OFFICERS

Name	Title	Business Address
Chris Doyle	Chief Financial Officer	190 Pippin Road Concord, ON L4K 4X9
Marc Anthony Venere	President, Treasurer and Secretary	190 Pippin Road Concord, ON L4K 4X9

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CLERK OF STATE
TALLAHASSEE, FLORIDA

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Delaware

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Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MARC ANTHONY US HOLDINGS, 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 THIRTY-FIRST DAY OF JANUARY, A.D. 2018.

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

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 STATE SECRETARY OF STATE
 TALLAHASSEE, FLORIDA



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SR# 20180613655

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

Jeffrey W. Bullock
 Jeffrey W. Bullock, Secretary of State

Authentication: 202065144

Date: 01-31-18