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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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(Business Entity Name)

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18 AUG 29 AM 10:37

T. CLINE
SEP 21 2018
EXAMINER

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

ACCOUNT NO. : I20000000195

REFERENCE : 362525 4300479

AUTHORIZATION

COST LIMIT : \$ 70.00

ORDER DATE : August 24, 2018

ORDER TIME : 8:53 AM

ORDER NO. : 362525-005

CUSTOMER NO: 4300479

2018 AUG 29 AM 10:10

FOREIGN FILINGS

NAME: NAYLOR & NAYLOR, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Emily Croft -- EXT# 62925

EXAMINER: _____



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 30, 2018

CSC
EMILY CROFT
TALLAHASSEE, FL

RESUBMIT

Please give original
submission date as file date.

SUBJECT: NAYLOR & NAYLOR, INC.
Ref. Number: W18000078605

We have received your document for NAYLOR & NAYLOR, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name of your corporation is not available in Florida. An out-of-state corporation whose name is not available must adopt an alternate corporate name for use in Florida. The alternate corporate name must contain "Incorporated," "Company," "Corporation," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp." Please enter the alternate corporate name in the space provided in number one of the application.

If you have any questions concerning the filing of your document, please call (850) 245-6939.

Tammi Cline
Regulatory Specialist III

Letter Number: 918A00018052

2018 Aug 29 AM 10:15

18 SEP 20 PM 1:50

COVER LETTER

TO: Registration Section
Division of Corporations

Naylor & Naylor, Inc.

SUBJECT: _____
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:

Eric Stenshoel

_____	Name of Person	2019 AUG 29 AM 10:19
Curtis, Mallet-Prevost, Colt & Mosle LLP		
_____	Firm/Company	
101 Park Avenue, 35th Floor		
_____	Address	
New York, NY 10178		
_____	City/State and Zip code	
estenshoel@curtis.com		
E-mail address: (to be used for future annual report notification)		

For further information concerning this matter, please call:

Eric Stenshoel	212	696-8878
_____	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:

- | | | | |
|--|--|---|---|
| <input checked="" type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &
Certified Copy | <input type="checkbox"/> \$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. Naylor & Naylor, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")
- Naylor & Naylor Design, Inc.
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. Delaware 3. 83-0795586
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. June 6, 2018 5. _____
(Date of incorporation) (Date of duration, if other than perpetual)
6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 208 Cheshire Way, Naples, FL 34110
(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)

2018 AUG 29 AM 10:19

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

By: Emily Croft

Emily Croft
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: Marie-Therese Allen

Address: _____

Director: Joan Trussell

Address: _____

B. OFFICERS

President: Marie-Therese Allen

Address: _____

Vice President: Joan Trussell

Address: _____

Secretary: Marie-Therese Allen

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. Marie-Therese Allen, Director/President/Secretary

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

**Addendum to Application by Foreign Corporation for
Authorization to Transact Business in Florida**

Directors and Officers of Naylor & Naylor, Inc.

DIRECTORS:

1. **Marie-Therese Allen**
Address: 208 Cheshire Way, Naples, FL 34110
2. **Joan Trussell**
Address: 13 First Avenue, Flat 2, Hove, Sussex BN3. 2FG, United Kingdom

OFFICERS:

1. **Marie-Therese Allen**
Titles: President, Secretary
Address: 208 Cheshire Way, Naples, FL 34110
2. **Joan Trussell**
Titles: Executive Vice-President, Chief Executive Officer, Assistant Secretary
Address: 13 First Avenue, Flat 2, Hove, Sussex BN3. 2FG, United Kingdom
3. **Eric Stenshoel**
Title: Assistant Secretary
Address: 101 Park Avenue, 35th Floor, New York, NY 10178

2010 AUG 29 AM 10:20

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NAYLOR & NAYLOR, 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-FOURTH DAY OF AUGUST, A.D. 2018.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NAYLOR & NAYLOR, INC." WAS INCORPORATED ON THE SIXTH DAY OF JUNE, A.D. 2018.

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



6919291 8300

SR# 20186345004

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

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

Authentication: 203308281

Date: 08-24-18