

# F190000000749

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(Requestor's Name)

\_\_\_\_\_  
(Address)

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(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

2012  
11550.00

W19-2487

2/8

Office Use Only



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02/12/19--01002--006 \*\*1550.00

12/20/18--01002--018 \*\*87.50

FILED  
2019 FEB -8 PM 3:32  
TALLAHASSEE, FL

03/12/19

PRATT



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 9, 2019

MICHAEL MILLS  
1224 6TH AVENUE NORTH  
NASHVILLE, TN 37208

SUBJECT: VERTICAL SYSTEMS, INC.  
Ref. Number: W19000002487

We have received your document for VERTICAL SYSTEMS, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 607.1502(4), 617.1502(4) or 605.0904(7), Florida Statutes, this entity is liable for a civil penalty of at least \$500 but not more than \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification. In addition to this civil penalty, the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state are also due. The amount due this office to cover both annual report(s) and penalty fees is \$1550.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6900.

Stacy Prather  
Regulatory Specialist III

Letter Number: 019A00000647

RECEIVED  
JAN 10 2019

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Vertical Systems, 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:

Michael Mills

\_\_\_\_\_  
Name of Person

Klein Bussell, PLLC

\_\_\_\_\_  
Firm/Company

1224 6th Avenue North

\_\_\_\_\_  
Address

Nashville/TN 37208

\_\_\_\_\_  
City/State and Zip code

chris.spencer@uniguest.com

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

For further information concerning this matter, please call:

Michael Mills

615 549-6630

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. Vertical Systems, Inc.  
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")
2. Minnesota 3. 77-0528957  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 6/23/1970 5. Perpetual  
(Date of incorporation) (Date of duration, if other than perpetual)
6. 10/1/2012  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 2926 Kraft Drive, Nashville, TN 37204  
(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)

**FILED**  
**2019 FEB - 8 PM 3:32**  
**TALLAHASSEE, FL**

**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.*

Rosemarie Gagliardino  
(Registered agent's signature)

**Rosemarie Gagliardino**  
**Assistant Vice President**

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: Peter Shabecoff

Address: 2926 Kraft Drive, Nashville, TN 37204

Vice Chairman: Andrew Wilkins

Address: 2926 Kraft Drive, Nashville, TN 37204

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

President: Peter Shabecoff

Address: 2926 Kraft Drive, Nashville, TN 37204

Vice President: Andrew Wilkins and Phillip Druce

Address: 2926 Kraft Drive, Nashville, TN 37204

Secretary: Andrew Wilkins

Address: 2926 Kraft Drive, Nashville, TN 37204

Treasurer: Andrew Wilkins

Address: 2926 Kraft Drive, Nashville, TN 37204

**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. Jeff Hiseox, Chief Executive Officer

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

FILED  
2019 FEB - 8 PM 3:32  
CLERK OF SUPERIOR COURT  
NASHVILLE, TENN.

## ADDENDUM

### Officers

1. Jeff Hiscox: Chief Executive Officer

**Office of the Minnesota Secretary of State  
Certificate of Good Standing**

I, Steve Simon, Secretary of State of Minnesota, do certify that: The business entity listed below was filed pursuant to the Minnesota Chapter listed below with the Office of the Secretary of State on the date listed below and that this business entity is registered to do business and is in good standing at the time this certificate is issued.

Name:	Vertical Systems, Inc.
Date Filed:	06/23/1970
File Number:	1V-1119
Minnesota Statutes, Chapter:	302A
Home Jurisdiction:	Minnesota

This certificate has been issued on: 10/26/2018



*Steve Simon*

Steve Simon  
Secretary of State  
State of Minnesota