

F22000000099

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

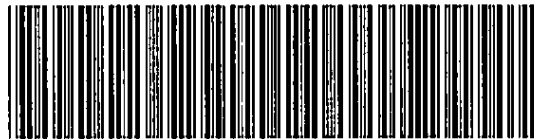
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900378550399

12/28/21--01024--012 **70.00

FILED
21 DEC 28 PM 12:59
CLERK OF COURT
JANUARY 5, 2022

T. LEMIEUX

JAN - 5 2022

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: RICOLA 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:

MELISSA HOLMAN

Name of Person

FANDL, LLC

Firm/Company

6375 S. PECO RD, SUITE 212

Address

LAS VEGAS, NV 89120

City/State and Zip code

MHOLMAN@FANDLTAX.COM

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

For further information concerning this matter, please call:

MELISSA HOLMAN

Name of Person

at (216) 213-1494

Area Code

Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

Please make check payable to: **FLORIDA DEPARTMENT OF STATE**

☒ \$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. RICOLA 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. NEW JERSEY 3. 22-2775838
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 01/06/1987 5. _____
(Date of incorporation) (Date of duration, if other than perpetual)
6. 07/01/2021
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 6 CAMPUS DR., PARSIPPANY, NJ 07054
(Principal office street address)
- C/O FANDL, LLC 6375 S. PECOS RD., SUITE 212, LAS VEGAS, NV 89120
(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)

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

Christine Kelm
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. For initial indexing purposes, list names, titles and addresses of the primary officers and/or directors [up to six (6) total]:

FILED
21 DEC 28 11 12 AM '21

A. DIRECTORS

☐ Chairman Name: WILLIAM HIGGINS
☐ Vice Chairman Address: 6375 S. PECOS RD
☐ Director SUITE 212
☐ President LAS VEGAS, NV
☐ Vice President 89120
☐ Secretary ☐ Treasurer
☒ Other CEO ☐ Other _____

☐ Chairman Name: SUSAN SOPKO
☐ Vice Chairman Address: 6375 S. PECOS RD.
☐ Director SUITE 212
☐ President LAS VEGAS, NV
☐ Vice President 89120
☐ Secretary ☐ Treasurer
☒ Other VICE PRESIDENT ☐ Other _____

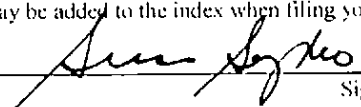
☐ Chairman Name: _____
☐ Vice Chairman Address: _____
☐ Director _____
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____

☐ Chairman Name: _____
☐ Vice Chairman Address: _____
☐ Director _____
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____

☐ Chairman Name: _____
☐ Vice Chairman Address: _____
☐ Director _____
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____

☐ Chairman Name: _____
☐ Vice Chairman Address: _____
☐ Director _____
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____

Important Notice: Use an attachment to report more than six (6). The attachment will be imaged for reporting purposes only. Non-indexed individuals may be added to the index when filing your Florida Department of State Annual Report form.

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. SUSAN SOPKO, VICE PRESIDENT
(Typed or printed name and capacity of person signing application)

**STATE OF NEW JERSEY
DEPARTMENT OF THE TREASURY
DIVISION OF REVENUE AND ENTERPRISE SERVICES
LONG FORM STANDING WITH OFFICERS AND DIRECTORS**

**RICOLA USA, INC.
0100322821**

I, the Treasurer of the State of New Jersey, do hereby certify that the above-named New Jersey Domestic For-Profit Corporation was registered by this office on January 06, 1987.

As of the date of this certificate, said business continues as an active business in good standing in the State of New Jersey, and its Annual Reports are current.

I further certify that the registered agent and office are:

**WILLIAM HIGGINS
6 CAMPUS DRIVE
SUITE 205
PARSIPPANY, NJ 07054**

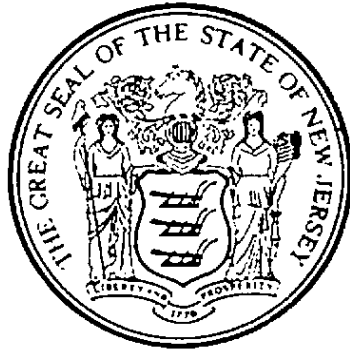
I further certify that as of the date of this certificate, the following were listed as officers/directors of this business on the last Annual Report filed in this office on January 14, 2021.

**CHIEF EXEC. OFFICER (CEO) WILLIAM HIGGINS
526 HANFORD PLACE
WESTFIELD, NJ 07090**

**OTHER MARTIN MESSERLI
BASELSTRASSE 31
LAUFEN SWITZERLAND, NA**

**STATE OF NEW JERSEY
DEPARTMENT OF THE TREASURY
DIVISION OF REVENUE AND ENTERPRISE SERVICES
LONG FORM STANDING WITH OFFICERS AND DIRECTORS**

RICOLA USA, INC.
0100322821



*IN TESTIMONY WHEREOF, I have
hereunto set my hand and affixed
my Official Seal at Trenton, this
22nd day of September, 2021*

*Elizabeth Maher Muoio
State Treasurer*

Certificate Number : 6123346771

Verify this certificate online at

https://www1.state.nj.us/TYTR_StandingCert/JSP/Verify_Cert.jsp

128
FILED

JAN 6 1967

JANE BURGO

Secretary of State

CERTIFICATE OF INCORPORATION

OF

RICOLA USA, INC.

0338046

The undersigned, a person over eighteen years of age, for the purpose of forming a corporation pursuant to Title 14A of the New Jersey Statutes (the "New Jersey Business Corporation Act"), hereby certifies as follows:

1. The name of the corporation is RICOLA USA, INC.
2. The purpose for which the corporation is organized is to engage in any activity within the lawful business purposes for which corporations may be organized under the New Jersey Business Corporation Act.
3. The aggregate number of shares which the corporation shall have authority to issue is two thousand five hundred (2,500), without par value.
4. The address of the corporation's initial registered office is 1 Jason Lane, Morris Township, New Jersey 07960, and the name of the registered agent at such address is Dan Ray Thomas.

01/01/322821

5. The initial board of directors shall consist of three (3) directors and the names and addresses of the directors are:

<u>Name</u>	<u>Address</u>
Hanspeter Richterich	In den Kurzen 11 4242 Laufen Switzerland
Erich Schneider	Alfred Scherrer-Strasse 2 4222 Zwingen Switzerland
Felix Richterich	Bildstoeckliweg 2 4144 Arlesheim Switzerland

6. The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Bernard J. Reverdin	100 Park Avenue New York, New York 10017

IN WITNESS WHEREOF, I have signed this Certificate of Incorporation this 31st day of December, 1986.



Bernard J. Reverdin