

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

From: Account Name : CAPITOL SERVICES, INC.
Account Number : I20160000017
Phone : (855)498-5500
Fax Number : (800)432-3622

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

Email Address: _____

**FOREIGN PROFIT/NONPROFIT CORPORATION
THE NUCLEUS GROUP HOLDINGS, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	06
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2024 JAN 22 PM 3:55

DEPT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

2024 JAN 22 AM 7:43

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COVER LETTER

H24000029384

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

H24000029384

*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. The Nucleus Group 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. Georgia

(State or country under the law of which it is incorporated)

3. _____

(FEI number, if applicable)

4. 12/29/2010

(Date of incorporation)

5. _____

(Date of duration, if other than perpetual)

6. 1/1/2024

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

7. 2 Ravinia Drive, Suite 605, Atlanta, GA 30346

(Principal office street address)

800 Township Line Rd, Suite 300, Yardley, PA 19067

(Current mailing address, if different)

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

Name: Capitol Corporate Services, Inc.

Office Address: 515 East Park Avenue 2nd Fl

Tallahassee

(City)

, Florida 32301

(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.

Shawna L. Smith

Shawna L. Smith, Assistant Secretary on behalf
of Capitol Corporate Services, Inc.

(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):

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A. DIRECTORS

☐ Chairman Name: Rob Henderson
☐ Vice Chairman Address: 800 Township Line Rd, Suite 300
☒ Director Yardley, PA 19067
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____

☐ Chairman Name: Rob Henderson
☐ Vice Chairman Address: 800 Township Line Rd, Suite 300
☐ Director Yardley, PA 19067
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☒ Other Financial Controller ☐ Other _____

☐ Chairman Name: Ian Stevens
☐ Vice Chairman Address: 800 Township Line Rd, Suite 300
☒ Director Yardley, PA 19067
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____

☐ Chairman Name: Ian Stevens
☐ Vice Chairman Address: 800 Township Line Rd, Suite 300
☐ Director Yardley, PA 19067
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☒ Other Tax Manager ☐ Other _____

☐ Chairman Name: Andrew Martin Morrow
☐ Vice Chairman Address: Yardley, PA 19067
☒ Director 800 Township Line Rd, Suite 300
☐ President _____
☐ Vice President _____
☐ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____

☐ Chairman Name: Andrew Martin Morrow
☐ Vice Chairman Address: Yardley, PA 19067
☐ Director 800 Township Line Rd, Suite 300
☐ President _____
☐ Vice President _____
☒ Secretary ☐ Treasurer
☐ Other _____ ☐ Other _____

*****SEE ATTACHED LIST*****

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. /s/ Ian Stevens
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. Ian Stevens, Director/Tax Manager
(Typed or printed name and capacity of person signing application)

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The Nucleus Group Holdings, Inc.

DIRECTORS

Rob Henderson	800 Township Line Rd, Suite 300, Yardley, PA 19067
Ian Stevens	800 Township Line Rd, Suite 300, Yardley, PA 19067
Andrew Martin Morrow	800 Township Line Rd, Suite 300, Yardley, PA 19067
Vicky Malherbe	2 Ravinia Drive, Suite 605, Atlanta, GA 30346
Stephen Cameron	2 Ravinia Drive, Suite 605, Atlanta, GA 30346

OFFICERS

Rob Henderson	Financial Controller	800 Township Line Rd, Suite 300, Yardley, PA 19067
Ian Stevens	Tax Manager	800 Township Line Rd, Suite 300, Yardley, PA 19067
Andrew Martin Morrow	Secretary	800 Township Line Rd, Suite 300, Yardley, PA 19067
Vicky Malherbe	CFO	2 Ravinia Drive, Suite 605, Atlanta, GA 30346
Stephen Cameron	CEO	2 Ravinia Drive, Suite 605, Atlanta, GA 30346

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Control Number : 10089392

STATE OF GEORGIA

Secretary of State

Corporations Division

313 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CERTIFICATE OF EXISTENCE

I, **Brad Raffensperger**, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

THE NUCLEUS GROUP HOLDINGS, INC.
a Domestic Profit Corporation

was formed in the jurisdiction stated below or was authorized to transact business in Georgia on the below date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

Docket Number : 26498706
Date Inc/Auth/Filed: 12/29/2010
Jurisdiction : Georgia
Print Date : 01/22/2024
Form Number : 211



Brad Raffensperger

Brad Raffensperger
Secretary of State

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