

F 98000005255

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: CAROLWOOD CORPORATION
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization t
"Certificate of Existence", and check are submitted to register the abo
transact business in Florida.

600002613056-5
-09/18/98-01040-001
***1150.00 ***1150.00

Please return all correspondence concerning this matter to the following:

CHRISTINE CHARTIER
(Name of Person)

700002617327-1
-08/17/98-01075-003
****70.00 ****70.00

CAROLWOOD CORPORATION
(Firm/Company)

700002617327-1
-09/18/98-01040-001
***1150.00 ***1150.00
W98-18870

280 WYECROFT ROAD
(Address)

W98-18870

OAKVILLE, ONT. L6K 2G7 CANADA
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

CHRISTINE at (905) 845-9191
(Name of Person) (Area Code & Daytime Telephone Number)

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COURIER ADDRESS:
Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SECRETARIAT OF STATE
TALLAHASSEE, FLORIDA
98 SEP 18 PM 1:02
FILED
W98/08



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 18, 1998

CHRISTINE CHARTIER
CAROLWOOD CORPORATION
280 WYECROFT ROAD, OAKVILLE, ONTARIO
CANADA L6K 2G7,

SUBJECT: CAROLWOOD CORPORATION
Ref. Number: W98000018870

We have received your document for CAROLWOOD CORPORATION and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1,150.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 698A00042823

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. CARLOWOOD CORPORATION
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. DELAWARE (State or country under the law of which it is incorporated)
3. 23-2909296 (FEI number, if applicable)

4. FEB 20 / 97 (Date of incorporation)
5. PERP (Duration: Year corp. will cease to exist or "perpetual")

6. MAY 1 / 97 (Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 280 WYECROFT ROAD
OAKVILLE, ONT. L6K 2G7 CANADA
(Current mailing address)

8. MANUFACTURER'S AGENT FOR HEALTH FOOD SUPPLEMENT
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: REX BAILEY
Office Address: 19940 GULF BLVD UNIT 330
INDIAN SHORES, FLA. Florida, (Zip code)

10. 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.
(Registered agent's signature)

11. 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.

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SECRETARY OF STATE
TALLAHASSEE
FLORIDA

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: REX BAILEY

Address: 280 WYECROFT ROAD

OAKVILLE, ONT. L6K 2G7 CANADA

Vice President: _____

Address: _____

Secretary: CAROL BAILEY

Address: 280 WYECROFT ROAD

OAKVILLE, ONT. L6K 2G7 CANADA

^{CONTROLLER}
Treasurer: CHRISTINE CHARTIER

Address: 280 WYECROFT ROAD

OAKVILLE, ONT. L6K 2G7 CANADA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Christie Chartier
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. CHRISTINE CHARTIER, CONTROLLER
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CAROLWOOD CORPORATION" 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 SEVENTEENTH DAY OF JULY, A.D. 1998.

98 SEP 18 PM 1:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED



2719444 8300

981251195

Handwritten signature of Edward J. Freel in cursive.

Edward J. Freel, Secretary of State

9202082

AUTHENTICATION:

07-17-98

DATE: