

F99000000466

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT:

MICROBEST, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

300002733103--9

-01/07/99--01047--002
*****87.50 *****87.50

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", 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:

WILLIAM BRESLIN
(Name of Person)

MICROBEST, INC.
(Firm/Company)

751 PARK OF COMMERCE DR
SUITE 122 (Address)
BOCA RATON, FL. 33487-3623
(City/State/Zip)

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

WILLIAM BRESLIN at (561) 995-9770
(Name of Person) (Area Code & Daytime Telephone Number)

STREET 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

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
99 JAN 25 PM 12:49

FILED



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 7, 1999

WILLIAM BRESLIN
MICROBEST, INC.
751 PARK OF COMMERCE DR. STE 122
BOCA RATON, FL 33487-3623

SUBJECT: MICROBEST, INC.
Ref. Number: W99000000485

We have received your document for MICROBEST, INC. and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 599A00000842

MARK B. GOLDSTEIN, P.A.

One Boca Place
2255 Glades Road ♦ Suite 236W
Boca Raton, Florida 33431

Telephone: (561) 989-9955
E-Mail: mbglaw@sprynet.com

Facsimile: (561) 989-9966

January 18, 1999

VIA U.S. REGULAR MAIL

DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE 32314

Re: Microbest, Inc., a Dissolved Florida Corporation

Gentlemen:

Please be advised that the undersigned was and is an Officer and Director of Microbest, Inc., a Dissolved Florida Corporation. Such Corporation shall not apply for reinstatement in the State of Florida. Finally, Microbest, Inc., a Dissolved Florida Corporation does not object to Microbest, Inc., a Minnesota Corporation becoming a corporation authorized to do business in the State of Florida.

If you should have any questions or comments concerning the foregoing please feel free to contact me so that we may discuss same.

Very truly yours,


MARK B. GOLDSTEIN

MBG:agw

cc: William Breslin, Comptroller (via telefax (561) 995-7117)

FILED
99 JAN 25 PM 12:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**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. MICROBEST, INC
(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. MINNESOTA 3. NA
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 1-6-97 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 4-30-98
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 751 PARK OF COMMERCE DRIVE,
SUITE 122, BOCA RATON, FL. 33487-3623
(Current mailing address)
8. MANUFACTURE & DISTRIBUTE MICROBIAL CLEANING PRODUCTS
(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: MICHAEL T. TROUP & WILLIAM J. BRESIN
Office Address: MICROBEST, INC. SUITE 122
PARK OF COMMERCE DRIVE, Florida, 33487-3623
BOCA RATON, FL (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.

Michael Troup
(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.

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: _____

SEE ATTACHED
LIST

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: _____

Address: _____

SEE ATTACHED
LIST

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. _____

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

14. _____

WILLIAM BRESLIN C.F.O.

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

MICROBEST[®], Inc.

Directors and Officers

Michael Troup, Chairman of the Board and Chief Executive Officer provided the concept, primary investment capital and entrepreneurial drive necessary to bring the Microbest proprietary products to market. The holder of degrees in physics/chemistry as well as psychology, Mr. Troup brings to the management team more than twenty-five years of experience in manufacturing, marketing and concept development.

→ 1117 ISLAND DRIVE, DELRAY BEACH, FL. 33483

William J. Breslin, Director and Chief Financial Officer brings over thirty-five years of diversified financial experience to Microbest. Mr. Breslin began his career with Price Waterhouse where he developed specialties in corporate finance, business development, acquisitions and mergers. He spent fifteen years in corporate financial management as a senior financial executive with such companies as Hartz Mountain Corporation, the Washington Post Corporation and The Londervan Publishing Company.

1764 N.W. 88 WAY CORAL SPRINGS, FL. 33071

John P. Kelleter, Director and Executive Vice President brings thirty years of marketing, sales and general management experience, primarily with Fortune 500 companies to Microbest. Mr. Kelleter holds a degree from Colby College and an MBA from Harvard Business School. During nineteen years at Scott Paper, he spearheaded the conception, development and implementation of a patented paper making technology. He also spent six years in international sales and marketing.

→ 1683 CORAL RIDGE DR. CORAL SPRINGS, FL. 33071

Matthew J. Bruderman, Director and Treasurer is President and CEO of M. J. Bruderman & Company, Inc., an international money management firm based in New York. Mr. Bruderman, who represents the third generation of Bruderman family presence on Wall Street, brings to Microbest his experience in financing developing companies, and his relationships in the investment banking community.

1 WORLD TRADE CENTER, # 7967 N.Y.N.Y. 10048

Carter Reames, Director Chief Executive Officer of Reames Realty Advisors, a firm based in Atlanta and specializing in commercial real estate advisory services and acquisitions. Prior to his real estate investment activities, Mr. Reames held technical and management positions in the chemical manufacturing industry, and brings an array of engineering and entrepreneurial talents to the Microbest Board.

6440 TANACREST CT. N.W. ATLANTA, GA 30328

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99 JAN 25 PM 12:50
SECRETARIAT OF STATE
TALLAHASSEE FLORIDA

State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

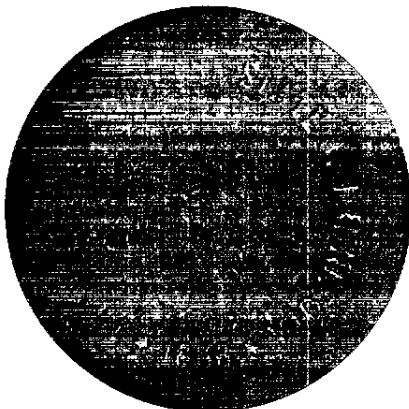
Name: Microbest, Inc.

Date Formed: 12/03/1996

Chapter Governed By: 302A

This certificate has been issued on 01/05/99.

FILED
99 JAN 25 PM 12:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA



Mary Kiffmeyer
Secretary of State.