

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: F.W. bryce, 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:

Robert P. Caldwell

Name of Person

F.w. Bryce, Inc

Firm/Company

8 Pond Road

Address

Gloucester, Ma. 01930

City/State and Zip code

rcaldwell@fwbryce.com

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

For further information concerning this matter, please call:

Robert P. caldwell

Name of Person

at (978) 283-7080 x218

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing 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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED
11 FEB 15 AM 11:10
DIVISION OF CORPORATIONS

January 25, 2011

ROBERT P CALDWELL
F.W. BRYCE, INC
8 POND RD
GLOUCESTER, MA 01930

SUBJECT: F.W. BRYCE, INC
Ref. Number: W11000004584

We have received your document for F.W. BRYCE, INC and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity's date of incorporation/organization must be listed in the document. ✓

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Attached ✓

If you have any further questions concerning your document, please call (850) 245-6901.

Pamela Smith
Regulatory Specialist II
New Filing Section

Letter Number: 811A00002080

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. F.W. Bryce, 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. Massachusetts 3. 38-1313913
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1981, May 1 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. January 3, 2011
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 8 Pond Road, Gloucester, Ma. 01930
(Principal office address)

8 Pond Road, Gloucester, Ma. 01930
(Current mailing address)

8. Sale of Seafood
(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 NOT acceptable)

Name: NBAI Services, Inc.

Office Address: 2731 Executive Park Drive, Ste 4

Weston, Florida 33331
(City) (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.

NBAI Services, Inc.

By: Amy Purdy Amy Purdy, Assistant Secretary
(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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11 FEB 15 AM 4:36
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Keith Moores

Address: 71 Forest St.

Manchester, MA 01945

Vice Chairman: Steven Warhaver

Address: 125 Rogers St.

Gloucester, MA 01930

Director: Akiyo Matsumu

Address: 15400 NE 90th St.

Redmond, WA 98052

Director: _____

Address: _____

B. OFFICERS

President: Keith Moores

Address: Manchester, Ma

Vice President: _____

Address: _____

Secretary: Makoto Shigemitsu

Address: 15110 NE 90th St. Redmond, WA 98051

Treasurer: Makoto Shigemitsu

Address: 15110 NE 90th St. Redmond, WA 98051

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

13. _____

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 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.

14. IAN W. MOORES Assistant Secretary of General Counsel

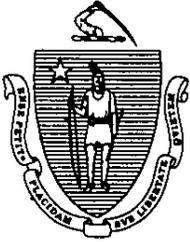
(Typed or printed name and capacity of person signing application)

F. W. Bryce, Inc.
8 Pond Road
Gloucester, MA 01930

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	Name	No. & Street	City	State	Zip
Treasurer	Makoto Shigemitsu	15110 NE 90 th St	Redmond	WA	98052
Assistant Secretary	Ian Moores	76 Main St.	Rockport	MA	01966

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11 FEB 15 AM 4:36
SECRETARY OF STATE
HARRISBURG, PENNSYLVANIA



The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

William Francis Galvin
Secretary of the
Commonwealth

February 4, 2011

TO WHOM IT MAY CONCERN:

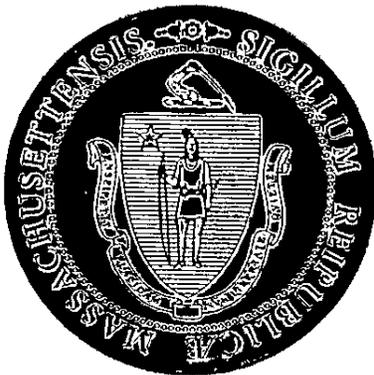
I hereby certify that

F. W. BRYCE, INC.

appears by the records of this office to have been incorporated under the General Laws of this Commonwealth on **May 1, 1981**.

I also certify that so far as appears of record here, said corporation still has legal existence.

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11 FEB 15 AM 4:36
SECRETARY OF STATE
TALLAMASHUETTS, MASSACHUSETTS



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin
Secretary of the Commonwealth