



**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** DG MIMS LLC

Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

LEONID CHERNOY

Name of Person

DG MIMS LLC

Firm/Company

275 COLERIDGE STREET

Address

BROOKLYN, NY 11235

City/State and Zip Code

LCHERNOY@CHERNOYCAPITAL.COM

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

For further information concerning this matter, please call:

LEONID CHERNOY

Name of Person

at ( 718 )

407-0935

Area Code & Daytime Telephone Number

**MAILING ADDRESS:**

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

**STREET ADDRESS:**

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

Enclosed is a check for the following amount:

\$125.00 Filing Fee

\$130.00 Filing Fee &  
Certificate of Status

\$155.00 Filing Fee &  
Certified Copy

\$160.00 Filing Fee, Certificate  
of Status & Certified Copy

FILED

**WRITTEN CONSENT  
OF THE MANAGER  
OF  
DG MIMS LLC**

2011 FEB 18 PM 4:48

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, being the manager (the "Manager") of DG MIMS LLC, a Wyoming limited liability company (the "Company"), pursuant to the Wyoming Limited Liability Company Act, does hereby consent that, when the Manager has executed this written consent (the "Consent"), the resolutions set forth below shall be deemed to have been adopted by the Company, to the same extent as if such resolutions had been adopted at a meeting of the Member of the Company duly called for such purpose.

**WHEREAS**, the Company has plans to do business in the State of Florida;

**WHEREAS**, the Company has plans to purchase and lease real property in the State of Florida;

**NOW, THEREFORE**, it is hereby

**RESOLVED**, that the Company for the purpose of doing business in the State of Florida, adopts the alternate name DG MIMS US 1, LLC.;

**FURTHER RESOLVED**, that the Manager, must file an Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida;

**IN WITNESS WHEREOF**, the undersigned, being the Manager of the Company, have executed this Consent as of 14<sup>th</sup> day of February, 2011.

**MANAGER:**



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**LEONID CHERNOY**

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:*

1. DG MIMS LLC

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

DG MIMS US 1, LLC.

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. WYOMING

(Jurisdiction under the law of which foreign limited liability company is organized)

3. \_\_\_\_\_

(FEI number, if applicable)

4. 02-02-2011

(Date of Organization)

5. PERPETUAL

(Duration: Year limited liability company will cease to exist or "perpetual")

6. \_\_\_\_\_

(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 275 COLERIDGE STREET

BROOKLYN, NY 11235

(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:

LEONID CHERNOY 275 COLERIDGE STREET, BROOKLYN, NY 11235 - MANAGER

ADELLA CHERNOY 275 COLERIDGE STREET, BROOKLYN, NY 11235 - MEMBER

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: PURCHASE AND LEASING OF COMMERCIAL REAL ESTATE PROPERTY

  
\_\_\_\_\_  
Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any 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.)

LEONID CHERNOY

Typed or printed name of signee

FILED  
2011 FEB 18 PM 4:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

**DG MIMS LLC**

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If unavailable, the alternate to be used in the state of Florida is:

**DG MIMS US 1, LLC.**

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2. The name and the Florida street address of the registered agent and office are:

**3003-2410 LLC**

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(Name)

**1800S OCEAN DRIVE, UNIT 3003**

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Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

**HALLANDALE BEACH FL 33009**

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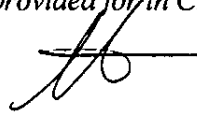
City/State/Zip

SECRETARY OF STATE  
TALLAHASSEE-FLORIDA

2011 FEB 18 PM 1:49

FILED

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.*



(Signature)

**\$ 100.00 Filing Fee for Application**  
**\$ 25.00 Designation of Registered Agent**  
**\$ 30.00 Certified Copy (optional)**  
**\$ 5.00 Certificate of Status (optional)**

**STATE OF WYOMING**  
**Office of the Secretary of State**

I, MAX MAXFIELD, SECRETARY OF STATE of the STATE OF WYOMING, do hereby certify that according to the records of this office,

**DG Mims LLC**  
is a  
**Limited Liability Company**

formed or qualified under the laws of Wyoming did on **February 2, 2011**, comply with all applicable requirements of this office. Its period of duration is Perpetual. This entity has been assigned entity identification number **2011-000596391**.

This entity is in existence and in good standing in this office and has filed all annual reports and paid all annual license taxes to date, or is not yet required to file such annual reports; and has not filed Articles of Dissolution.

I have affixed hereto the Great Seal of the State of Wyoming and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Cheyenne, Wyoming on this 2nd day of February, 2011 at 3:53 PM. This certificate is assigned 009253327.



  
Secretary of State

STATE OF WYOMING \* SECRETARY OF STATE  
MAX MAXFIELD  
BUSINESS DIVISION

200 West 24th Street, Cheyenne, WY 82002-0200

Phone 307-777-7311 · Fax 307-777-5339

Website: <http://soswy.state.wy.us> · Email: [business@state.wy.us](mailto:business@state.wy.us)

**Certificate of Good Standing Validation**

February 2, 2011

Certificate number 009253327 is a valid number for a certificate of good standing issued by the Wyoming Secretary of State's office.