

M13000001383

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

Adm- 777.00

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

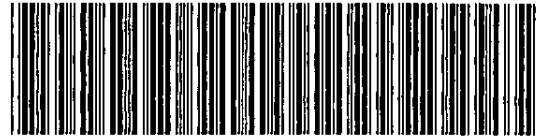
Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

MAR 14 2013

B. KOHR



800237661428

08/02/12--01029--016 **125.00

03/14/13--01001--027 **777.00

FILED
13 MAR -4 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 3, 2012

JO ANN CHILDERS
ASCENTIUM CAPITAL LLC
23970 U.S. HIGHWAY 59 NORTH
KINGWOOD, TX 77339

SUBJECT: ASCENTIUM CAPITAL LLC
Ref. Number: W12000040834

FILED
13 MAR - 11 AM 11:00
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

We have received your document for ASCENTIUM CAPITAL LLC and your check(s) totaling \$125.00. However, the document has not been filed and is being retained in this office for the following:

The application indicates that this company began transacting business in Florida on August 4, 2011.

According to the application submitted to this office, this entity transacted business in the state of Florida before properly registering with the Florida Department of State, Division of Corporations. Consequently, a \$500 civil penalty and an annual report filing fee for each year the entity failed to properly file a Florida annual report are due this office. Based on the date entered on the application, the civil penalty and annual report filing fees total \$638.75.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Buck Kohr
Regulatory Specialist II

Letter Number: 012A00020290



Ascentium Capital LLC
23970 HWY 59N
Kingwood TX 77339-1535
866-722-8500

FILED
13 MAR -4 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 23, 2012

Mr. Buck Kohr
Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Mr Kohr,

I spoke with Neesa this morning regarding our LLC application to transact business in the state of Florida. On August 3, you forwarded a letter to my attention (please see attached) stating that Ascentium Capital, LLC had incurred a \$500 civil penalty and annual reporting fee of \$138.75 thereby totaling \$638.75.

Ascentium Capital has been remitting monthly sales and use tax returns as well as payments to the Florida Department of Revenue since our operation started in August, 2011. However, I did not understand that our LLC was required to be registered with your office until very recently. Immediately, I completed and forwarded the application to your office's attention. Therefore, we are respectfully requesting an abatement of the penalty and reporting fees at this time.

Please feel free to contact me at 281-348-2024 with any questions. I do very much appreciate your time and consideration to this matter.

Cordially,

A handwritten signature in cursive script that reads "Jo Ann Childers".

Jo Ann Childers
Ascentium Capital, LLC
V P / Tax Manager

Kohr, William "Buck"

From: Jo Ann Childers <JoAnnChilders@AscentiumCapital.com>
Sent: Wednesday, October 24, 2012 11:28 AM
To: Kohr, William "Buck"
Subject: FW: Ascentium Capital LLC

FILED
13 MAR - 4 AM 11:00
SECRETARY OF STATE
DALLAS, TEXAS
FLORIDA

Mr Kohr,

I just wanted to follow up with you pertaining to the status of our registration. Please let me know if you have any additional questions.

Thank you,

From: Jo Ann Childers
Sent: 09/07/2012 3:25 PM
To: buck.kohr@dos.myflorida.com
Subject: Ascentium Capital LLC

Mr Kohr,

Thank you for your time this morning on the phone. I have reviewed Statute 608.501 – Foreign LLC: authority to transact business required. (What constitutes transacting business?) Upon review of the exemptions I noted that we complied with the following exemptions :

- (e) Selling through independent contractors.
- (f) Soliciting or obtaining orders, whether by mail or through employees, agents or otherwise, if the orders require acceptance outside this state before they become contracts.
- (g) Creating or acquiring indebtedness, mortgages, security interests in real or personal property.
- (h) Securing or collecting debts or enforcing mortgages and security interests in property securing the debts.
- (i) Transacting business in interstate commerce.
- (m) Owning, without more, real or personal property.

Even though we do comply with the above stated exemptions which would then suggest that we do not constitute transacting business, we do have an employee in the state of Florida. Therefore, since we do have an employee in the state, would that require us to complete the application for certificate of authority?

Your time and consideration is appreciated.

Thanks,

Jo Ann Childers
Vice President - Tax Manager
Ascentium Capital LLC
W: 281.348.2024 F: 866.231.5092
<https://AscentiumCapital.com>



This message and any files transmitted with it are proprietary and confidential. They are intended solely for the use of the individual or entity to whom they are addressed. If the reader of this message is not the intended recipient, please notify the sender immediately and delete this message. Distribution or copying of this message is prohibited.

FILED
13 MAR -4 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Ascentium Capital 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:

Jo Ann Childers
Name of Person

Ascentium Capital LLC
Firm/Company

23970 US Highway 59 North
Address

Kingwood, TX 77339
City/State and Zip Code

joannchilders@ascentiumcapital.com
E-mail address: (to be used for future annual report notification)

FILED
13 MAR -4 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Joel Cappon at (281) 902-1922
Name of Person 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

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. Ascentium Capital LLC

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

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

3. 45-2394504

(FEI number, if applicable)

4. May 17, 2011

(Date of Organization)

5. Perpetual

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

6. August 4, 2011

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

7. 23970 US Highway 59 North

Kingwood, TX 77339

(Street Address of Principal Office)

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

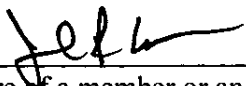
9. The name and usual business addresses of the managing members or managers are as follows:

VCPE III LLC 505 Fifth Avenue South, Suite 900, Seattle, Washington 98104

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: _____

Business Equipment Financing

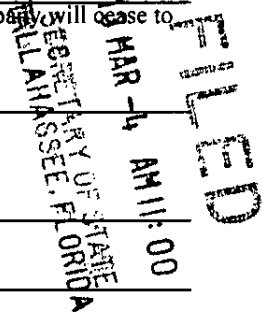


Signature of a member or an authorized representative of a member.

(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.)

Joel Cappon

Typed or printed name of signee



**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:

Ascentium Capital LLC

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

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

CT Corporation System

(Name)

1200 South Pine Island Road

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

Plantation

FL 33324

City/State/Zip

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.

Jane Zachritz
(Signature)

Jane Zachritz
Assistant Secretary

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

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ASCENTIUM CAPITAL LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTEENTH DAY OF JUNE, A.D. 2012.



4983807 8300

120718587

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9651900

DATE: 06-18-12