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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

(Business Entity Name)

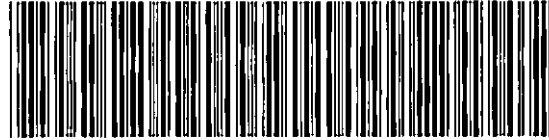
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FILED  
2020 DEC -7 PM 3:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DEC -7 2020  
K. Brumbley



Commissioner Russell C. Weigel, III

December 4, 2020

VIA INTEROFFICE MAIL

Ms. Melanie Solomon or  
Mr. Kyle Brumbley  
Registration Section  
Florida Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314-6327

Dear Ms. Solomon or Mr. Brumbley :

Please file the enclosed Registration of a Foreign LLC for Briar Hall Management, LLC, Nashville, Tennessee at your earliest convenience.

Enclosed is check No. 010708, totaling \$125.00, payable to the Division of Corporations. The check represents payment for the filing fee. If you have any questions, please do not hesitate to contact Jason Guevara at [Jason.guevara@fllofr.com](mailto:Jason.guevara@fllofr.com) or at 850-410-9513.

Sincerely,

Jason M. Guevara  
Financial Administrator  
Division of Financial Institutions

Y D K

YTTTERBERG DEERY KNULL LLP

3737 Buffalo Speedway, Suite 1500  
Houston, Texas 77098-3738

BRYAN A. PHILLIPS  
713 980 7707 *direct*  
bphillips@ydklaw.com

713 980 7700 *main*  
844 272 0807 *fax*  
www.ydklaw.com

November 23, 2020

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

Re: Briar Hall Management LLC

Dear Sir or Madam:

On behalf of Briar Hall Management LLC, enclosed is an Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, together with a check in the amount of \$125 for the filing fee. If you have any questions or require additional information, please do not hesitate to contact me.

Sincerely,



Bryan A. Phillips

Enclosures

cc: Ms. Dulcie L. Truitt  
Mr. Alan V. Ytterberg (Firm)

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Briar Hall Management 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:

Bryan A. Phillips

\_\_\_\_\_  
Name of Person

Ytterberg Deery Knull LLP

\_\_\_\_\_  
Firm/Company

3737 Buffalo Speedway, Suite 1500

\_\_\_\_\_  
Address

Houston, TX 77098-3738

\_\_\_\_\_  
City/State and Zip Code

bphillips@ydklaw.com

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

For further information concerning this matter, please call:

Bryan A. Phillips

713

980-7707

at (\_\_\_\_\_) \_\_\_\_\_

\_\_\_\_\_  
Name of Contact Person

\_\_\_\_\_  
Area Code

\_\_\_\_\_  
Daytime Telephone Number

**Mailing Address:**

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

**Street Address:**

Registration Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

Enclosed is a check for the following amount:

Please make check payable to: **FLORIDA DEPARTMENT OF STATE**

☒ \$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 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY  
COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

1. Briar Hall Management LLC  
(Name of Foreign Limited Liability Company, must include "Limited Liability Company," "LLC," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida. The alternate name must include "Limited Liability Company," "LLC," or "LLC.")

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

3. (FEI number, if applicable)

4. (Date first transacted business in Florida, if prior to registration)  
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. 511 Union Street, Suite 735  
(Street Address of Principal Office)

6. 511 Union Street, Suite 735  
(Mailing Address)

Nashville, TN 37219  
Nashville, TN 37219

7. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Ward Damon Business Services, LLC

Office Address: 4420 Beacon Circle

West Palm Beach, Florida 33407  
(City) (Zip code)

Registered agent's acceptance:

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 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.

Sr. K

(Registered agent's signature)

FILED  
2020 DEC -7 PM 3:33  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

8. For initial indexing purposes, list names, title or capacity and addresses of the primary members/managers or persons authorized to manage [up to six (6) total]:

Title or Capacity:                      Name and Address:

☐ Manager                      Name: Harold B. Smith, Jr.

☐ Member                      Address: 511 Union Street, Suite 735

☐ Authorized                      Nashville, TN 37219

Person \_\_\_\_\_

☒ Other Director                      ☐ Other \_\_\_\_\_

Title or Capacity:                      Name and Address:

☐ Manager                      Name: William G. Brown

☐ Member                      Address: 511 Union Street, Suite 735

☐ Authorized                      Nashville, TN 37219

Person \_\_\_\_\_

☒ Other Director                      ☐ Other \_\_\_\_\_

☐ Manager                      Name: Malcolm M. Brown

☐ Member                      Address: 511 Union Street, Suite 735

☐ Authorized                      Nashville, TN 37219

Person \_\_\_\_\_

☒ Other Director                      ☐ Other \_\_\_\_\_

☐ Manager                      Name: Jonathan C. Hamill

☐ Member                      Address: 511 Union Street, Suite 735

☐ Authorized                      Nashville, TN 37219

Person \_\_\_\_\_

☒ Other Director                      ☐ Other \_\_\_\_\_

☐ Manager                      Name: Sophie P.B. Hawkins

☐ Member                      Address: 511 Union Street, Suite 735

☐ Authorized                      Nashville, TN 37219

Person \_\_\_\_\_

☒ Other Director                      ☐ Other \_\_\_\_\_

☐ Manager                      Name: Kimberly H. Dietz

☐ Member                      Address: 511 Union Street, Suite 735

☐ Authorized                      Nashville, TN 37219

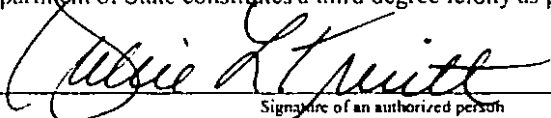
Person \_\_\_\_\_

☒ Other Director                      ☐ Other \_\_\_\_\_

Important Notice: Use an attachment to report more than six (6). The attachment will be imaged for reporting purposes only. Non-indexed individuals may be added to the index when filing your Florida Department of State Annual Report form.

9. Attached is a 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. (If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted)

10. This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. 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.

  
\_\_\_\_\_  
Signature of an authorized person

Dulcie L. Truitt, President and CEO

\_\_\_\_\_  
Typed or printed name of signer

BRIAR HALL MANAGEMENT LLC

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

8. For initial indexing purposes, list names, title or capacity and addresses of the primary members/managers or persons authorized to manage:

David H.B. Smith Jr.  
511 Union Street, Suite 735  
Nashville, TN 37219  
Title: Director

Eleanor W. Dorr  
511 Union Street, Suite 735  
Nashville, TN 37219  
Title: Director

Lesa A. Rider  
511 Union Street, Suite 735  
Nashville, TN 37219  
Title: Director



Tre Hargett  
Secretary of State

Division of Business Services  
Department of State  
State of Tennessee  
312 Rosa L. Parks AVE, 6th FL  
Nashville, TN 37243-1102

YTTERBERG DEERY KNULL LLP

November 18, 2020

LAURA DAVIS  
STE. 1500  
3737 BUFFALO SPEEDWAY  
HOUSTON, TX 77098-3738

Request Type: Certificate of Existence/Authorization  
Request #: 0390399

Issuance Date: 11/18/2020  
Copies Requested: 1

**Document Receipt**

Receipt #: 005896213 Filing Fee: \$20.00  
Payment-Credit Card - State Payment Center - CC #: 3793217722 \$20.00

**Regarding:** Briar Hall Management LLC

Filing Type: Limited Liability Company - Domestic

Formation/Qualification Date: 05/11/2016

Status: Active

Duration Term: Perpetual

Business County: DAVIDSON COUNTY

Control #: 848098

Date Formed: 05/16/2016

Formation Locale: TENNESSEE

Inactive Date:

**CERTIFICATE OF EXISTENCE**

I, Tre Hargett, Secretary of State of the State of Tennessee, do hereby certify that effective as of the issuance date noted above

**Briar Hall Management LLC**

\* is a Limited Liability Company duly formed under the law of this State with a date of incorporation and duration as given above;

\* has paid all fees, interest, taxes and penalties owed to this State (as reflected in the records of the Secretary of State and the Department of Revenue) which affect the existence/authorization of the business;

\* has filed the most recent annual report required with this office;

\* has appointed a registered agent and registered office in this State;

\* has not filed Articles of Dissolution or Articles of Termination. A decree of judicial dissolution has not been filed.

Tre Hargett  
Secretary of State

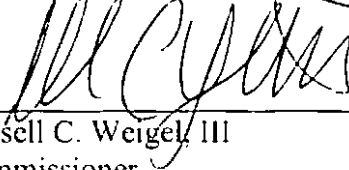
Processed By: Cert Web User

Verification #: 042928634



APPROVED by the Office of Financial Regulation this 4<sup>th</sup> day of  
December, 2020.

Tallahassee, Leon County, Florida

  
\_\_\_\_\_

Russell C. Weigel, III  
Commissioner

Office of Financial Regulation