

M2000000445

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

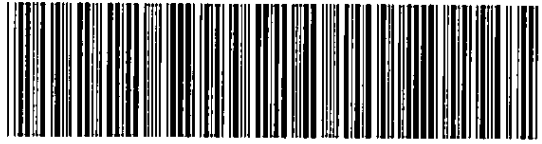
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900378803349

02/02/22--01020--005 **155.00

FILED
22 FEB 16 PM 3:07

2/28/22
pen

T. LEMIEUX
FEB 18 2022



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 15, 2022

MICHAEL S FOELSTER, ESQ
400 S DIXIE HWY STE 420
BOCA RATON, FL 33432

SUBJECT: EVEREST GARDENS HOLDINGS LLC
Ref. Number: W22000018218

We have received your document for EVEREST GARDENS HOLDINGS LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of your limited liability company is not available in the state of Florida since it is the same as, or it is not distinguishable from the name of an existing entity on our records. Therefore, the limited liability company must select an alternate name for use in the state of Florida.

Please insert the alternate name in the space provided on the application form.

The alternate name must contain the words "Limited Liability Company," the abbreviation "L.L.C.," or the designation "LLC." The following suffixes are no longer acceptable: "Limited Company," "L.C.," and "LC". The abbreviations "Ltd." and "Co.," also are no longer acceptable.

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) 245-6051.

Tracy L Lemieux
Regulatory Specialist II

Letter Number: 522A00003735



Backer Aboud
Poliakoff & Foelster

Michael S. Foelster, Attorney at Law

February 16, 2022

VIA EMAIL Stanton.Roberts@DOS.MyFlorida.com

Registration Section
Division of Corporations
Attention: Mr. Stanton Roberts

Re: **EVEREST GARDENS HOLDINGS LLC, a dissolved Florida Limited Liability Company**
Document Number L21000481930

And

EVEREST GARDENS HOLDINGS LLC, a Delaware limited liability company
Document Number W22000018218

Dear Mr. Roberts:

Pursuant to our conversation this morning, please allow this letter to serve as authorization for the State to release the name "EVEREST GARDENS HOLDINGS LLC" to the public. The entity EVEREST GARDENS HOLDINGS LLC, a dissolved Florida Limited Liability Company, Document Number L21000481930, was dissolved by my client, who is signing this letter below.

As you indicated, by releasing the name "EVEREST GARDENS HOLDINGS LLC," Document Number L21000481930, my client will be able to complete its foreign LLC registration for EVEREST GARDENS HOLDINGS LLC, a Delaware limited liability company, Document Number W22000018218.

Please advise if you require any additional information. Thank you for assistance.

Very truly yours,


Michael S. Foelster
For the Firm

[CLIENT SIGNATURE AND NOTARIZATION ON FOLLOWING PAGE]

cc: Client

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. EVEREST GARDENS HOLDINGS 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. The alternate name must include "Limited Liability Company," "L.L.C.," or "LLC.")

2. Delaware (Jurisdiction under the law of which foreign limited liability company is organized)
3. (FEI number, if applicable)

4. 01/17/2022 (Date first transacted business in Florida, if prior to registration.) (See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. 409 Bala Circle (Street Address of Principal Office)
6. 409 Bala Circle (Mailing Address)
BALA CYNWYD, PA 19004 BALA CYNWYD, PA 19004

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

Name: BACKER ABOUD POLIAKOFF & FOELSTER, LI
Office Address: 400 S. DIXIE HIGHWAY, #420
Boca Raton, Florida 33432
(City) (Zip code)

22 FEB 16 PM 3:07

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.

Michael Foelster for Backer Aboud Poliakoff & Foelster, LLC
(Registered agent's signature)

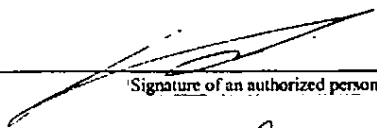
8. For initial indexing purposes, list names, title or capacity and addresses of the primary members/managers or persons authorized to manage [up to six (6) total]:

<u>Title or Capacity:</u>	<u>Name and Address:</u>	<u>Title or Capacity:</u>	<u>Name and Address:</u>
<input checked="" type="checkbox"/> Manager	Name: <u>ZNY HOLDINGS, LLC</u>	<input type="checkbox"/> Manager	Name: _____
<input type="checkbox"/> Member	Address: <u>409 Bala Circle</u>	<input type="checkbox"/> Member	Address: _____
<input type="checkbox"/> Authorized	<u>BALA CYNWYD, PA 19004</u>	<input type="checkbox"/> Authorized	_____
Person	_____	Person	_____
<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____
<input type="checkbox"/> Manager	Name: _____	<input type="checkbox"/> Manager	Name: _____
<input type="checkbox"/> Member	Address: _____	<input type="checkbox"/> Member	Address: _____
<input type="checkbox"/> Authorized	_____	<input type="checkbox"/> Authorized	_____
Person	_____	Person	_____
<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____
<input type="checkbox"/> Manager	Name: _____	<input type="checkbox"/> Manager	Name: _____
<input type="checkbox"/> Member	Address: _____	<input type="checkbox"/> Member	Address: _____
<input type="checkbox"/> Authorized	_____	<input type="checkbox"/> Authorized	_____
Person	_____	Person	_____
<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> 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)
ZIEN SHAPOSHNIK

 (Typed or printed name of signee)

Delaware

Page 1


The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EVEREST GARDENS HOLDINGS 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 TWELFTH DAY OF JANUARY, A.D. 2022.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "EVEREST GARDENS HOLDINGS LLC" WAS FORMED ON THE TWELFTH DAY OF JANUARY, A.D. 2022.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN ASSESSED TO DATE.




Jeffrey W. Bullock, Secretary of State

6537663 8300

SR# 20220101386

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

Authentication: 202378226

Date: 01-12-22

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:52 AM 01/12/2022
FILED 08:52 AM 01/12/2022
SR 20220100069 - File Number 6537663

CERTIFICATE OF FORMATION

OF

Everest Gardens Holdings LLC

- FIRST:** The name of the limited liability company is Everest Gardens Holdings LLC.
- SECOND:** The address of its registered office in the State of Delaware is 1013 Centre Road, Suite 403-B in the City of Wilmington, Delaware 19805, in the County of New Castle. The name of its registered agent at such address is Vcorp Services, LLC.
- THIRD:** Members may be admitted in accordance with the terms of the Operating Agreement of the limited liability company.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation on January 11, 2022.

/s/Taylor Lolya
Taylor Lolya, Authorized Person