

M99000000439

Primary Financial Services, LLC
 Requestor's Name

3115 N. 3rd Ave., Suite 112
 Address

Phoenix, AZ 85013
 City/State/Zip Phone #

300002653233-0
 -10/01/98-01044-004
 *****293.75 *****293.75

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

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 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 99 MAR 24 PM 3:22

- Walk in
 Pick up time _____
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

M99-439

Name Availability	<i>[Signature]</i>
Document Examiner	<i>[Signature]</i>
Updater	<i>[Signature]</i>
Updater/Verifier	<i>[Signature]</i>
Acknowledgement	<i>[Signature]</i>
W. P. Verifier	<i>[Signature]</i>

Examiner's Initials	_____
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 2, 1998

PRIMARY FINANCIAL SERVICES, L.L.C.
3115 NORTH 3RD AVENUE, SUITE 112
PHOENIX, AZ 85013

SUBJECT: PRIMARY FINANCIAL SERVICES, L.L.C.
Ref. Number: W98000022526

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We have received your document for PRIMARY FINANCIAL SERVICES, L.L.C. and your check(s) totaling \$293.75. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the limited liability company must adopt an alternate name for use in the state of Florida. To adopt an alternate name the entity must submit a resolution signed by a managing member or manager adopting the alternate name for use in the state of Florida. The alternate name must end with "L.L.C.," "L.C.," "Limited Liability Company" or "Limited Company."

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 098A00049246



**PRIMARY
FINANCIAL
SERVICES**

3/23/99

Tammi Cline
Document Specialist
Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

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Dear Ms. Cline:

As required, I have enclosed a resolution adopting an alternative name for use in the state of Florida.

Please feel free to call me if you have any questions at (602) 279-1000.

Sincerely,

Casey Middleman

Primary Financial Services, L.L.C.

3115 North 3rd Avenue, Suite 112 • Phoenix, Arizona 85013 • Telephone (602) 279-1000 • Facsimile (602) 279-0091

**ACTION OF MEMBERS
BY UNANIMOUS CONSENT
IN LIEU OF MEETING**

The undersigned, as all of the Members of PRIMARY FINANCIAL SERVICES, L.L.C., an Arizona limited liability company (the "Company"), hereby acknowledge that the following actions are made and unanimously consented to in lieu of a meeting:

RESOLVED, that the Company is hereby authorized to apply for authority to conduct business in the State of Florida using the name, PRIMARY FINANCIAL SERVICES OF ARIZONA, L.L.C.;

FURTHER RESOLVED, that any one of the Members of the Company is hereby authorized to execute all documents and take all additional appropriate actions on behalf of the Company in connection with the qualification in Florida.

CONSENTED TO this 23 day of March, 1999



SAMUEL MIDDLEMAN, Managing Member



ROBERT D. HUTTON, Managing Member



CASEY MIDDLEMAN, Member

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**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. Primary Financial Services, L.L.C.
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. Arizona
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 86-0817400
(FEI number, if applicable)
4. 2/15/96
(Date of Organization)
5. 1/1/2026
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Not yet
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 3115 N. 3rd Avenue, Suite 112
Phoenix, AZ 85013
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Robert Hutton</u>	<u>Managing Member</u>		
<u>3115 N. 3rd Ave. #112</u>			
<u>Phoenix, AZ 85013</u>			
<u>Samuel Middleman</u>	<u>Managing Member</u>		
<u>3115 N. 3rd Ave. #112</u>			
<u>Phoenix, AZ 85013</u>			

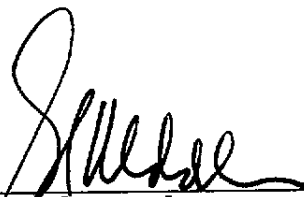
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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable.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

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of Primary
Financial Services, L.L.C. certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 30,001;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0;
(A description of the property is attached and made a part hereto.)
and
- 4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 30,001.
(This total includes amounts from 2 and 3 above.)


SAMUEL MIDDLEMAN "MEMBER"
Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this
affidavit constitutes an affirmation under the penalties of perjury that the facts
stated herein are true.)

Samuel Middleman
Typed or printed name of signee

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Filing Fee: \$250.00 for Application and Affidavit

**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:

Primary Financial Services, L.L.C.

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

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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.

C T CORPORATION SYSTEM

By: Vickie M Prince

(Signature)

Vickie M. Prince, Asst. Secy.

Filing Fee: \$ 35 for Designation of Registered Agent

STATE OF ARIZONA



Office of the
CORPORATION COMMISSION

To all to whom these presents shall come, greeting:

I, Jack Rose, Executive Secretary of the Arizona Corporation Commission, do hereby certify that

*****PRIMARY FINANCIAL SERVICES, L.L.C.*****

is a limited liability company organized under the laws of the State of Arizona which filed its Articles of Organization in this office on the 15th day of February 1996.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capitol, this 25th day of August, 1998, A. D.



Jack Rose
Executive Secretary

BY: *Quinn C. Pryor*