June 19, 2002

W02-19840 Florida Division of Corporations

P.O. Box 6327

Tailahassee, FL 32314

RE: TGM Enterprises, LLC

#### Gentlemen:

I am writing to request authorization to transact business in the state of Florida as a foreign Limited Liability Corporation. Enclosed please find my check along with certification from the state of Delaware that TGM Enterprises, LLC has been duly formed and is in good standing in the state of Delaware.

If you need any further information I can be reached at 941-463-6563. Thank you for your prompt attention to this matter.

Sincerely,

Thomas G. Mergenthaler/

Managing Partner

TGM Enterprises, LLC

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#### FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

July 10, 2002

THOMAS G. MERGENTHALER 1190 ESTERO BLVD. FT. MYERS BEACH, FL 33931

SUBJECT: TGM ENTERPRISES, LLC

Ref. Number: W02000019860

We have received your document for TGM ENTERPRISES, LLC and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must complete the attached forms to qualify a foreign Limited Liability Company.,

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

There is a balance due of \$72.50.

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) 245-6967.

Michelle Hodges Document Specialist

Letter Number: 702A00042842

2 :



## FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

August 6, 2002

THOMAS G. MERGENTHALER 1190 ESTERO BLVD. FT. MYERS BEACH, FL 33931

SUBJECT: TGM ENTERPRISES, LLC

Ref. Number: W02000019860

We have received your document for TGM ENTERPRISES, 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:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1,050.00.

Please return 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) 245-6967.

Michelle Hodges Document Specialist

Letter Number: 102A00046855

#### October 6, 2002

Florida Department of State Michelle Hodges, Document Specialist Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re:

TGM Enterprises, LLC

Ref. Number W02000019860

Letter #102A00046855

I am writing in response to your letter dated August 6, 2002. Per my conversation with your office, in completing the paperwork to qualify TGM Enterprises, LLC as a foreign LLC in Florida, I misunderstood the definition of conducting business in the state. I purchased the property owned by TGM Enterprises, LLC on October 3, 2001 but conducted no business for the year.

I hope this clarifies the situation. I would appreciate your processing my filing to list TGM Enterprises, LLC as a foreign LLC. Should you have any further questions please feel free to contact me at 941-463-6563 or 302-235-1856.

Thank you for your help with this matter.

Sincerely,

Thomas G. Mergenthaler

**Managing Partner** 

**TGM Enterprises, LLC** 

### •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: Blawace (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) (Duration: Year limited liability company will cease to Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.) 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 follow 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: 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.)

### 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.

TEM Enterprises LLC
2. The name and the Florida street address of the registered agent and office are:
Thomas C. Mergenthaler
1190 Z5tero Blod Florida street address (P.O. Box NOT ACCEPTABLE)
FL 3363/ 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, F.S..

Signature)

1. The name of the Limited Liability Company is:

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

# Delaware

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### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "T G M ENTERPRISES, L.L.C." 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 SIXTH DAY OF MAY, A.D. 2002.



Darriet Smith Windson

Harriet Smith Windsor, Secretary of State

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020259284

AUTHENTICATION: 1761218

DATE: 05-06-02