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| (Business Entity Name)                  |                  |            |
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| Certified Copies                        | Certificates     | of Status  |
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| Special Instructions to Filing Officer: |                  |            |
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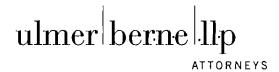
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SECRETARY OF STATE TALLAHASSEE, FLORIDA



JULIE A. DOLLENMAYER

paralegal

direct 513-698-5144

direct fax 513-698-5145

jdollenmayer@ulmer.com

December 19, 2007

### **FEDERAL EXPRESS**

Florida Department of State New Filing Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Re: Application by Foreign Corporation

Dear Sir or Madam:

Enclosed for filing is an Application by Foreign Corporation for Authorization to Transact Business in Florida on behalf of Fidelity Financial Services, Inc. along with a check in the amount of \$78.75 to cover the filing fee and Certificate of Status. Please return a file stamped copy to me in the enclosed, self-addressed envelope.

If you have any questions, please do not hesitate to contact me.

Sincerely

\jad Enclosure

480594v1 27789.00013

600 VINE STREET, SUITE 2800 CINCINNATI, OHIO 45202-2409

CLEVELAND

firm 513.698.5000 fax 513.698.5001 internet www.ulmer.com

CHICAGO

# TALFORETARY OF STAFFOR

\$87.50 Filing Fee,

Certificate of Status & Certified Copy

### **COVER LETTER**

TO: **New Filing Section** Division of Corporations SUBJECT: Fidelity Financial Services Inc. (Name of corporation - must include suffix) Dear Sir or Madam: The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida. Please return all correspondence concerning this matter to the following: Julie Dollenmayer (Name of Person) Ulmer & Berne (Firm/Company) 600 Vine Street, Suite 2800 (Address) Cincinnati, OH 45202 (City/State and Zip code) For further information concerning this matter, please call: Julie Dollenmayer (Area Code & Daytime Telephone Number) (Name of Person) STREET/COURIER ADDRESS: MAILING ADDRESS: **New Filing Section New Filing Section** Division of Corporations Division of Corporations Clifton Building P.O. Box 6327 2661 Executive Center Circle Tallahassee, FL 32314 Tallahassee, FL 32301 Enclosed is a check for the following amount:

378.75 Filing Fee &

Certified Copy

\$70.00 Filing Fee

\$78.75 Filing Fee &

Certificate of Status

## APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

| 1. Fidelity F                         | inancial Services Inc.                                                       |                                                                                        |             |
|---------------------------------------|------------------------------------------------------------------------------|----------------------------------------------------------------------------------------|-------------|
|                                       | f corporation; must include "INCORPORATI<br>"Corp," "Inc," "Co," or "Corp.") | ED," "COMPANY," "CORPORATION,"                                                         |             |
| Fidelity F                            | Financial Services of Ohio J                                                 | inc.                                                                                   |             |
| (If name unave                        | allable in Florida, enter alternate corporate na                             | ime adopted for the purpose of transacting business in F                               | lorida)     |
| <sub>2.</sub> Ohio                    |                                                                              | 3 26-1183795                                                                           |             |
|                                       | y under the law of which it is incorporated)                                 | (FEI number, if applicable)                                                            | <del></del> |
| 4. 10/3/200                           | 7                                                                            | , Perpetual                                                                            |             |
|                                       | nte of incorporation)                                                        | (Duration: Year corp. will cease to exist or "perpe                                    | tual")      |
| 6                                     |                                                                              |                                                                                        |             |
|                                       |                                                                              | ss in Florida, if prior to registration) 7.1502, F.S., to determine penalty liability) |             |
| 111 Env /                             | `                                                                            | • • • • • • • • • • • • • • • • • • • •                                                |             |
| 7.411FUX                              | Chapel Run, Maineville, OH<br>(Principal office                              |                                                                                        |             |
| 444 Fox                               | ` '                                                                          | •                                                                                      |             |
| 411 FOX                               | Chapel Run, Maineville, OH<br>(Current mailing                               |                                                                                        | <del></del> |
|                                       | (Current maning                                                              | 13                                                                                     | 760         |
| Offer final                           | ancial services                                                              | I CR                                                                                   | 3 ~~        |
| · · · · · · · · · · · · · · · · · · · |                                                                              | or country to be carried out in state of Florida                                       |             |
| 9. Name and str                       | cet address of Florida registered agent: (                                   | 7 \$C C                                                                                | 2 -         |
| Name:                                 | CT Corporation System                                                        |                                                                                        |             |
| name.                                 |                                                                              |                                                                                        |             |
| Office Address:                       | 1200 South Pine Island F                                                     |                                                                                        | <b>ာ</b>    |
|                                       | Planation,                                                                   | , Florida 33324                                                                        | ' 4         |
|                                       | (City)                                                                       | (Zip code)                                                                             |             |
|                                       |                                                                              |                                                                                        |             |

### 10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation 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.

Carol Record - Asst Secy (Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

| 12 Names and h                                | usiness addresses of officers and/or directors:  S  S  S  S  S  S  S  S  S  S  S  S  S                                                                            |
|-----------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                               | usiness addresses of officers and/of directors.                                                                                                                   |
| A. DIRECTORS                                  |                                                                                                                                                                   |
|                                               | ,77,45,78, ~ 3, 2°                                                                                                                                                |
| Address:                                      | ````\`\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\                                                                                                                            |
|                                               |                                                                                                                                                                   |
|                                               |                                                                                                                                                                   |
| Address:                                      |                                                                                                                                                                   |
| Director: Erica                               | Grippa                                                                                                                                                            |
|                                               | Fox Chapel Run, Maineville, OH 45039                                                                                                                              |
| Director: Brenc                               | da Sanz                                                                                                                                                           |
|                                               | fox Chapel Run, Maineville, OH 45039                                                                                                                              |
| B. OFFICERS  President: Erica  Address: 411 F | a Grippa<br>Fox Chapel Run, Maineville, OH 45039                                                                                                                  |
| Vice President: N                             | I/A                                                                                                                                                               |
|                                               |                                                                                                                                                                   |
|                                               |                                                                                                                                                                   |
| Secretary: Brene                              | da Sanz                                                                                                                                                           |
|                                               | ox Chapel Run, Maineville, OH 45039                                                                                                                               |
| Treasurer: Bren                               | da Sanz                                                                                                                                                           |
|                                               | ox Chapel Run, Maineville, OH 45039                                                                                                                               |
| -                                             | ary, you may attach an addendum to the application listing additional officers and/or directors.                                                                  |
|                                               | (Signature of Director or Officer listed in number 12 of the application)                                                                                         |
| 14. ERICA                                     | (Signalure of Director or Officer listed in number 12 of the application)  62.304 Plesical wt  (Typed or printed name and capacity of person signing application) |

# United States of America State of Ohio Office of the Secretary of State

I, Jennifer Brunner, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show FIDELITY FINANCIAL SERVICES INC., an Ohio corporation, Charter No. 1731065, having its principal location in Cincinnati, County of Hamilton, was incorporated on October 03, 2007 and is currently in GOOD STANDING upon the records of this office.

FILED

2001 DEC 24 P 3: 25

SECRETARY OF STATE

ACCORDING TO THE CONTROL OF STATE

TABLE ACCORDING TO THE CONTROL OF ST



Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 19th day of December, A.D. 2007

**Ohio Secretary of State** 

Validation Number: V2007353D7E133