

9/12-

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. the Garretson Firm Resolution Group, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")
- (If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. Delaware 3. 26-3840385
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 12-09-08 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 01-01-09
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 7775 Cooper Road, Cincinnati, OH 45242
(Principal office address)
- 7775 Cooper Road, Cincinnati, OH 45242
(Current mailing address)

8. Settlement administration services
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(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.

Corporation Service Company

Heather Chapman

By: Heather Chapman
(Registered agent's signature)

as its agent

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.

FILED
2009 JAN -9 AM 11:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Please see attached

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President: Please see attached

Address:

Vice President:

Address:

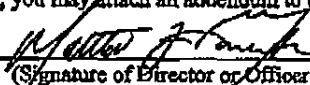
Secretary:

Address:

Treasurer:

Address:

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Matthew L. Garretson, President and Chief Executive Officer
(Typed or printed name and capacity of person signing application)

The Garretson Firm Resolution Group, Inc.

Attachment to Application for Certificate of Authority

Officers

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Matthew L. Garretson	President and CEO	7775 Cooper Road Cincinnati, OH 45242
Jason A. Wolf	Executive VP of Operations & Strategy & Asst. Secy	7775 Cooper Road Cincinnati, OH 45242
Michael C. Mann	Director of Finance & Accounting & Secretary	7775 Cooper Road Cincinnati, OH 45242

Directors

<u>Name</u>	<u>Business Address</u>
Thomas S. Bagley	Pfingsten Partners, L.L.C. 520 Lake Cook Road, Ste 375 Deerfield, IL 60015-5632
Mark Essig	Pfingsten Partners, L.L.C. 520 Lake Cook Road, Ste 375 Deerfield, IL 60015-5632
David H. Johnston	Pfingsten Partners, L.L.C. 520 Lake Cook Road, Ste 375 Deerfield, IL 60015-5632
Matthew L. Garretson	7775 Cooper Road Cincinnati, OH 45242
Jason A. Wolf	7775 Cooper Road Cincinnati, OH 45242

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DELAWARE
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Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE GARRETSON FIRM RESOLUTION GROUP, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINTH DAY OF JANUARY, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "THE GARRETSON FIRM RESOLUTION GROUP, INC." WAS INCORPORATED ON THE NINTH DAY OF DECEMBER, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 7073174

DATE: 01-09-09