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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

(Business Entity Name)

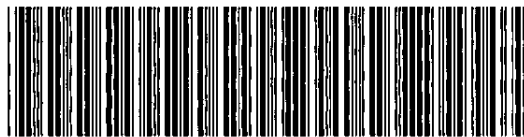
(Document Number)

Certified Copies _____

Certificates of Status _____

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2009 JUL -8 AM 8:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMAN LAW FIRM

ADVISORS • ATTORNEYS • ADVOCATES

July 7, 2009

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
Registration/Qualification Section
Attn: Carolyn Lewis
P.O. Box 6327
Tallahassee, Florida 32314

Re: FGHP Gunn Limited Partnership
Ref. No.: W09000030062


Dear Ms. Lewis:

Per your letter of June 29, 2009 (copy enclosed), please find enclosed the Application by Foreign Corporation for Authorization to Transact Business in Florida by Garmont Gunn, Inc., the general partner of the referenced entity, along with a check in the amount of \$87.50 for the filing fee.

The original Application by Foreign Limited Partnership or Limited Liability Limited Partnership for Authorization to Transact Business in Florida (copy enclosed), along with a check in the amount of \$1,061.25 (you confirmed you are holding) has been previously submitted for filing. Please file both applications and return the Certificates of Status and certified copies.

Should you have any questions, please do not hesitate to call.

Sincerely,



Jeffrey A. Aman

JAA:tmp
Enclosures
cc: Client
Our File No. 117.01

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Garmont Gunn, 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:

Jeffrey A. Aman

Name of Person

Aman Law Firm

Firm/Company

4809 Ehrlich Road, Suite 105

Address

Tampa, Florida 33624-2073

City/State and Zip code

jbenowitz@pemcap.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

W. Monsees Stubbs, Jr.

Name of Person

at (212) 759-0400

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☒ \$87.50 Filing Fee, Certificate of Status & Certified Copy

**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. Garmont Gunn Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. 65-0377836

(FEI number, if applicable)

4. 12/28/1992

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. _____

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 800 Westchester Avenue, Suite 641 North Rye Brook, NY 10573

(Principal office address)

c/o Pembroke Capital LLC 645 Fifth Ave. Suite 705, New York, NY 10022

(Current mailing address)

8. Act as General Partner for FGHP Gunn Limited Partnership

(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: Aman Law Firm

Office Address: 4809 Ehrlich Road Suite 105

Tampa Fl, Florida 33624

(City)

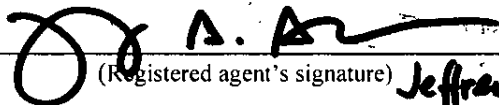
(Zip code)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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.



(Registered agent's signature)

Jeffrey A. Aman, President

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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Gary Felsher

Address: C/O Pembroke Capital LLC

645 Fifth Avenue suite 705, NY NY 10022

Director: W. Monsees Stubbs, Jr.

Address: C/O Pembroke Capital LLC

645 Fifth Avenue suite 705, NY NY 10022

B. OFFICERS

President: Gary Felsher

Address: C/O Pembroke Capital LLC

645 Fifth Avenue suite 705, NY NY 10022

Vice President: W. Monsees Stubbs, Jr.

Address: C/O Pembroke Capital LLC

645 Fifth Avenue suite 705, NY NY 10022

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. W. Monsees Stubbs, Jr. Vice President

(Typed or printed name and capacity of person signing application)

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GARMONT GUNN 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 SIXTH DAY OF JULY, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GARMONT GUNN INC." WAS INCORPORATED ON THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 1992.

2320438 8300

090673920



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7400884

DATE: 07-06-09