

F10000001692

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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WAIT

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MAIL

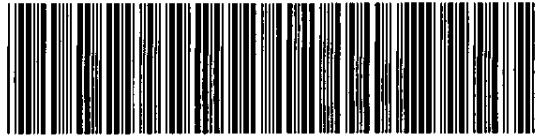
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



600170836396

03/23/10--01008--009 \*\*70.00

04/08/10--01001--024 \*\*1850.00

FILED  
10 APR -6 PM 3:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2P 4/8/10

W10000014921



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 25, 2010

CHIP GREER  
100 PEABODY PLACE, SUITE 1400  
MEMPHIS, TN 38103

SUBJECT: BE, INC.  
Ref. Number: W10000014921

We have received your document for BE, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name of your corporation is not available in Florida. An out-of-state corporation whose name is not available must adopt an alternate corporate name for use in Florida. The alternate corporate name must contain "Incorporated," "Company," "Corporation," "Inc.," "Co.," "Corp," "Inc.," "Co.," or "Corp." Please enter the alternate corporate name in the space provided in number one of the application.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document is illegible and not acceptable for imaging. We ask that you type or carefully print the information in the appropriate blocks.

According to the application submitted to this office, this entity transacted business in the state of Florida before properly registering with the Florida Department of State, Division of Corporations. Consequently, a \$500 civil penalty and an annual report filing fee for each year the entity failed to properly file a Florida annual report are due this office. Based on the date entered on the application, the civil penalty and annual report filing fees total \$1850.00.

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) 245-6062.

Eula Peterson  
Regulatory Specialist II

Letter Number: 510A00007431

RECEIVED  
10 APR - 6 AM 11:24  
FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL 32304

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** BE, 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:

Chip Greer  
(Name of Person)

Belz Enterprises  
(Firm/Company)

100 Peabody Place, Suite 1400  
(Address)

Memphis, TN 38103  
(City/State and Zip code)

For further information concerning this matter, please call:

Chip Greer at (901) 260-7262  
(Name of Person) (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.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. BE, Inc.  
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")
- BEB TP, Inc.  
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. TN 3. 43-1972913  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 5/15/2001 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 5/15/2001  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 100 Peabody Place, Suite 400, Memphis, TN 38103  
(Principal office address)
- Same  
(Current mailing address)

8. Real Estate Investment  
(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)

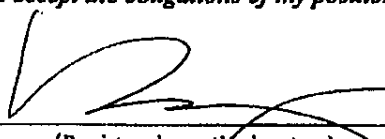
Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324  
(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.*

  
(Registered agent's signature) Kimberly Breunling  
Assistant Secretary

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.

**A. DIRECTORS**

Chairman: Not elected

Address: \_\_\_\_\_

Vice Chairman: Not elected

Address: \_\_\_\_\_

Director: Jack A. Belz

Address: 100 Peabody Place, Suite 1400  
Memphis, TN 38103

Director: see attached

Address: \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**B. OFFICERS**

President: Jack A. Belz

Address: 100 Peabody Place, Suite 1400  
Memphis, TN 38103

Vice President: Andrew J. Groveman

Address: 100 Peabody Place, Suite 1400  
Memphis, TN 38103

Secretary: Jimmie D. Williams

Address: 100 Peabody Place, Suite 1400 Memphis, TN 38103

Treasurer: Jimmie D. Williams

Address: 100 Peabody Place, Suite 1400 Memphis, TN 38103

**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. Jimmie D. Williams

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

BE, Inc  
Directors  
March 18, 2010

**A. Directors**

<u>Name</u>	<u>Address</u>
Andrew J. Groveman	100 Peabody Place, Suite 1400, Memphis, TN, 38103
Jimmie D. Williams	100 Peabody Place, Suite 1400, Memphis, TN, 38103

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



**STATE OF TENNESSEE**  
**Tre Hargett, Secretary of State**  
Division of Business Services  
312 Rosa L. Parks Avenue  
6th Floor, William R. Snodgrass Tower  
Nashville, TN 37243

**BELZ ENTERPRISES**  
ATTN: CHIP GREER  
100 PEABODY PLACE  
SUITE 1400  
Memphis, TN 38103 USA

February 22, 2010

**Request Type: Certificate of Existence/Authorization**  
Request #: 0008537

Issuance Date: 02/22/2010  
Copies Requested: 1

**Document Receipt**

Receipt #: 70448  
Payment-Check/MO - BELZ ENTERPRISES, Memphis, TN  
Filing Fee: \$20.00  
\$20.00

**Regarding: BE, INC.**  
Filing Type: Corporation For-Profit - Domestic  
Charter/Qualification Date: 05/15/2001  
Status: Active  
Duration Term: Perpetual  
Control #: 408121  
Date Formed: 05/15/2001  
Formation Locale: Shelby County  
Inactive Date:

**CERTIFICATE OF EXISTENCE**

I, Tre Hargett, Secretary of State of the State of Tennessee, do hereby certify that  
**BE, INC.**

- \* is a Corporation duly incorporated under the law of this State with a date of incorporation and duration as given above;
- \* has paid all fees, taxes and penalties owed to this State which affect the existence/authorization of the business;
- \* has filed the most recent corporation annual report required with this office;
- \* has appointed a registered agent and registered office in this State;
- \* has not filed Articles of Dissolution or Articles of Termination.

*Tre Hargett*  
Tre Hargett, Secretary of State  
Business Services Division

**FILED**  
10 APR -6 PM 3:59  
SECRETARY OF STATE  
NASHVILLE, TENNESSEE