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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Stout Risius Ross, 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," or "Certificate of Good Standing" 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:

Ryan Thies

Name of Person

Stout Risius Ross, Inc.

Firm/Company

4000 Town Center, 20th Floor

Address

Southfield, MI 48075

City/State and Zip code

rthies@srr.com

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

For further information concerning this matter, please call:

Ryan Thies

Name of Person

at (248) 432-1267

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. Stout Risius Ross, 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. Michigan

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

3. 38-3003685

(FEI number, if applicable)

4. July 15, 1991

(Date of incorporation)

5. Perpetual

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

6. July 1, 2011

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

7. 4000 Town Center, 20th Floor, Southfield, MI 48075

(Principal office address)

4000 Town Center, 20th Floor, Southfield, MI 48075

(Current mailing address)

8. Financial Advisory 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: Allyn Strickland

Office Address: 841 Prudential Drive, 12th Floor

Jacksonville

(City)

, Florida 32207

(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.

Allyn Strickland

(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.

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

A. DIRECTORS

Chairman: See attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Michael L. Kern, III - President

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

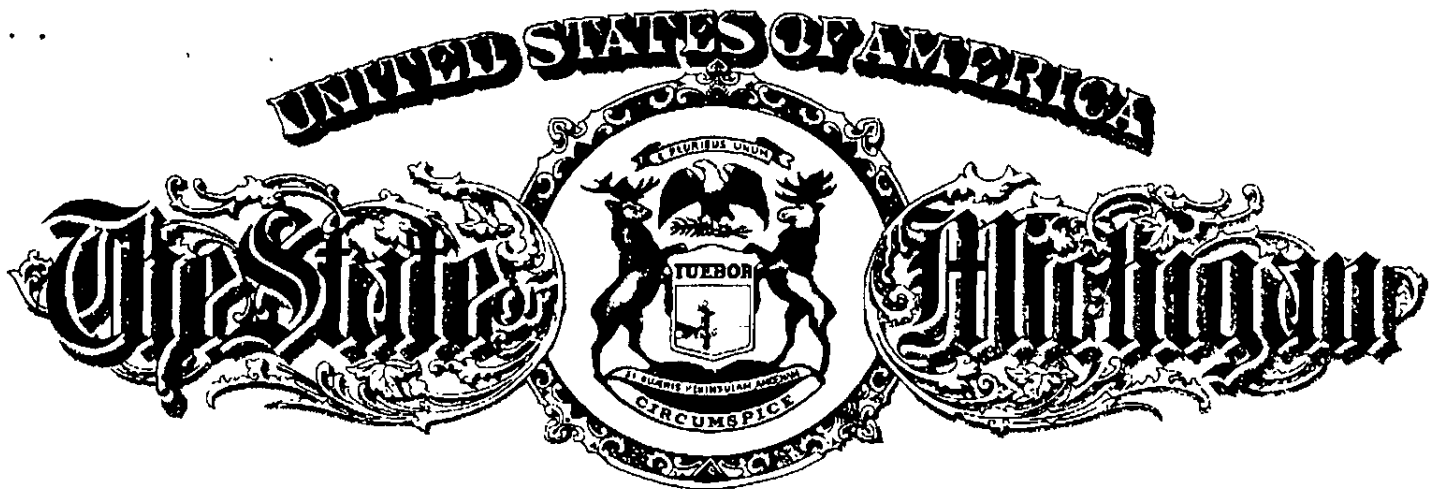
Stout Risius Ross, Inc.
Shareholder List
As of January 1, 2011

	First	Last	Address	Shares	Ownership	Title
1	Craig	Stout	1336 Chestnut, Wilmette, Illinois 60091	2,436	25.89%	Director
2	Jeff	Risius	6143 Mission Drive, West Bloomfield, Michigan 48324	2,436	25.89%	Treasurer
3	John	Ross	319 Greenwood, Birmingham, Michigan 48009	1,225	13.02%	
4	Glen	Sheets	671 Hickory Heights Dr., Bloomfield Hills, Michigan 48304	1,125	11.96%	Director
5	Mike	Kern	30602 Fox Club Drive, Farmington Hills, Michigan 48331	593	6.30%	Pres/Sec
6	Greg	O'Hara	2984 Darien Lane, Twinsburg, Ohio 44087	534	5.68%	Director
7	Tim	Cummins	28627 Isleworth Court, Lake Bluff, Illinois 60044	349	3.71%	
8	Scott	Levine	3258 Pony Ridge Way, Oakton, Virginia 22124	178	1.89%	
9	Justin	Cherfoli	3878 Sunset Blvd., Orchard Lake, Michigan 48324	165	1.75%	
10	Radd	Riebe	14 Saratoga Court, Beachwood, Ohio 44122	157	1.67%	
11	Mike	Benson	895 N. Riverside, St. Clair, Michigan 48079	125	1.33%	
12	Jay	Wachowicz	932 Forest Ave., Birmingham, Michigan 48009	86	0.91%	
Total				9,409	100.00%	

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APR 14 2011



Department of Licensing and Regulatory Affairs

Lansing, Michigan

This is to Certify That

STOUT RISIUS ROSS INC.

was validly incorporated on July 15, 1991, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this state.

This certificate is issued pursuant to the provisions of 1972 PA 284, as amended, to attest to the fact that the corporation is in good standing in Michigan as of this date and is duly authorized to transact business and for no other purpose.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 12th day of July, 2011.

Director

Bureau of Commercial Services