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**RUSH**  
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796005

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) if known: **400003261954--2**  
Advantage South LLC **-05/22/00--01116--001**  
**\*\*\*2786.25 \*\*\*2786.25**

**RUSH**

**NEED TODAY**

- Photocopy
- Certified Copy
- CERTIFICATE OF STATUS
- CERTIFICATE OF GOOD STANDING
- ARTICLES ONLY
- ALL CHARTER DOCS TO INCLUDE ARTS & AMENDS
- CERTIFICATE OF FICTITIOUS NAME
- FICTITIOUS NAME SEARCH
- CORP SEARCH

**FILED**  
**RECEIVED**  
20 MAY 22 PM 12:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATIONS  
& BUSINESSES  
MAY 22 2006  
WLS/22

NEW FILINGS
Profit
NonProfit
Limited Liability
Domestication
Other

AMENDMENTS
Amendment
Resignation of RA Officer/Director
Change of Registered Agent
Dissolution/Withdrawal
Merger

OTHER FILINGS
Annual Report
Fictitious Name
Name Reservation

REGISTRATION/QUALIFICATION
<input checked="" type="checkbox"/> Foreign
Limited Partnership
Reinstatement
Trademark
Other

cep

HORWOOD MARCUS & BERK  
Chartered

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fax: (312) 606-3232

[www.hmblaw.com](http://www.hmblaw.com)

May 12, 2000

**BY TELECOPY AND FIRST CLASS MAIL**

Mr. Brenda Tadlock  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**Re: Advantage South L.L.C.**

Dear Ms. Tadlock:

In follow-up to Fred Marcus' telephone conversation with you today, Advantage South L.L.C., an Illinois limited liability company organized on July 11, 1996, failed to register the LLC as a foreign limited liability company to transact business in the State of Florida. The failure to register at the time of organization was solely the result of an error by the attorney organizing the LLC in Illinois. The attorney, at the time of organization, did not recognize that Advantage South, L.L.C. had a physical presence in the State of Florida.

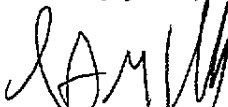
We intend to immediately file the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida (the "Application") and pay all filing fees and annual report fees which should have been paid since July 11, 1996. In connection with such Application, we respectfully request that as a result of the attorney's error, that all penalties for late filings be waived. Attached hereto is a breakdown of the Florida filing fees, annual report fees and penalties which we have been advised would be due with the Application. Immediately upon your response to our request for waiving the late filing penalties, we will submit all filing fees and annual report fees with the requisite Application.

HORWOOD MARCUS & BERK,  
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May 12, 2000  
Page 2

We thank you in advance for your prompt attention and consideration to this matter.

Very truly yours,



Steven M. Scholl

SMS/sks  
Enclosure

cc: Fred O. Marcus, Esq.

May 11, 2000

client no. 9097.002

florida qualification fees for advantage south llc:

start of business: 7.11.1996

basic florida filing fee and certified copy of document: \$ 155.00

total annual report fees for applicable years: \$ 631.25

penalty for late filing: {note - no interest charge} \$4,000.00



COPY

**FLORIDA DEPARTMENT OF STATE**  
Katherine Harris  
Secretary of State  
**OFFICE OF THE GENERAL COUNSEL**

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**FACSIMILE TRANSMITTAL**

**TO FAX NUMBER:** (312) 606-3232

Please deliver the following pages to:

**NAME:** Mr. Steven M. Scholl

**COMPANY:** Horwood Marcus & Berk

**CITY/STATE:** Chicago, Illinois

**SENDER:** Gerard T. York, Esq.,  
Assistant General Counsel

**DATE/TIME:** 05/16/00 2:24 PM

**NUMBER OF PAGES** (including transmittal sheet):2

**FROM FAX:** 850/922-5763 (Suncom 292-5763)

**COMMENTS:** This communication is further to our conversation today regarding annual report fees and statutory penalties which would be assessed against Advantage South LLC under section 608.502(4), Florida Statutes.

We would offer to settle the issue of annual report fees and foreign non-qualified penalties from Advantage South LLC for the sum of \$2786.25, reflecting annual report fees from 1996 of \$631.25, penalties from 1996 of \$2000.00 assessed at the statutory minimum of \$500.00 per year, plus filing fee and certified copy of document for \$155.00. This offer remains in effect until June 18, 2000.

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TALLAHASSEE FLORIDA

Upon completion of the application and receipt of a check in that amount payable to the Department of State, Division of Corporations, I will instruct the Division of Corporations to issue Advantage South LLC a Certificate of Authority to transact business in Florida. Please mail the check to this attorney at: Office of General Counsel, LL-10, The Capitol, Tallahassee, Florida 32399-0250.

Please do not hesitate to contact me should you have any questions.

If there are any problems in receiving this transmission, call Cara at 850/414-5536 or Suncom 994-5536.

**LL-10 • THE CAPITOL • TALLAHASSEE, FLORIDA 32399-0250**

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TALLAHASSEE FLORIDA



# *Department of State*

## *Memorandum Office of the General Counsel*

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TO: File

FROM: Gerard York, Assistant General Counsel

DATE: May 22, 2000

RE: Advantage South, LLC

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Based on my review of the file and the payments received from the LLC, it is my recommendation that this file be closed. LLC has paid outstanding report fees from 1996 of \$631.25 and foreign non-qualified penalties of \$2000.00 assessed at the statutory minimum and wishes to be qualified to do business in the State of Florida. Accordingly, it is recommended LLC be issued a certificate of authority.

/gty

1000-977

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANACT BUSINESS IN THE STATE OF FLORIDA:*

- 1. Advantage South, L.L.C.  
(Name of foreign limited liability company)
- 2. Illinois  
(Jurisdiction under the law of which foreign limited liability company is organized)
- 3. 36-4092680  
(FEI number, if applicable)
- 4. July 11, 1996  
(Date of Organization)
- 5. December 31, 2046  
(Duration: Year limited liability company will cease to exist or "perpetual")
- 6. \_\_\_\_\_  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
- 7. 555 Business Center Drive  
Mount Prospect, Cook County, Illinois 60056  
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here

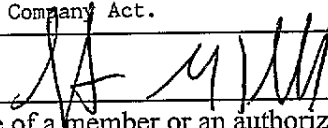
9. The name and usual business addresses of the managing members or managers are as follows:

- Penny L. Froh - 555 Business Center Drive, Mount Prospect, Illinois 60056
- Patrick Kestner - 555 Business Center Drive, Mount Prospect, Illinois 60056

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**TALLAHASSEE FLORIDA**

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)  
To engage in and to do any lawful act concerning any and all lawful business for which an LLC may be

11. Nature of business or purposes to be conducted or promoted in Florida: \_\_\_\_\_  
organized under the Illinois Limited Liability Company Act, as amended, and as allowed under the Florida Limited Liability Company Act.

  
Signature of a member or an authorized representative of a member.  
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)  
Steven M Scholl, Attorney In Fact, Authorized Representative  
Typed or printed name of signee



**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Advantage South, L.L.C.

2. The name and the Florida street address of the registered agent and office are:

NRAI Services, Inc.

(Name)

526 East Park Avenue

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee

FL 32301

City/State/Zip

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..*



(Signature)

**\$ 100.00 Filing Fee for Application**  
**\$ 25.00 Designation of Registered Agent**  
**\$ 30.00 Certified Copy (optional)**  
**\$ 5.00 Certificate of Status (optional)**

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00 MAY 22 PM 1:28  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

File Number 0007557-4



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

ADVANTAGE SOUTH, L.L.C.,  
HAVING ORGANIZED IN THE STATE OF ILLINOIS ON JULY 11, 1999,  
APPEARS TO HAVE COMPLIED WITH ALL PROVISIONS OF THE LIMITED  
LIABILITY COMPANY ACT OF THIS STATE RELATING TO THE FILING  
OF THE ARTICLES AND PAYMENT, AND IS ORGANIZED TO TRANSACT  
BUSINESS IN THE STATE OF ILLINOIS.

00 MAY 32 PM 1:28  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED



In Testimony Whereof, I, hereto set  
my hand and cause to be affixed the Great Seal of  
the State of Illinois, this 19TH  
day of MAY A.D. 2000.

*Jesse White*

SECRETARY OF STATE