

Founded in 1866
by Sidney Davy Miller

Sidney T. Miller (1864-1940)
George L. Canfield (1866-1928)
Lewis H. Paddock (1866-1935)
Ferris D. Stone (1882-1945)

MILLER CANFIELD

MILLER, CANFIELD, PADDOCK AND STONE, P.L.C.

444 West Michigan Avenue
Kalamazoo, Michigan 49007-3751 (616) 381-7030
FAX: (616) 382-0244
www.millercanfield.com

STEVEN M. STANKEWICZ
Direct Dial: (616) 383-5872
Fax: (616) 382-0244
E-MAIL: Stankewicz@millercanfield.com

MICHIGAN: Ann Arbor
Detroit • Grand Rapids
Kalamazoo • Lansing
Monroe • Troy

New York, N.Y.
Washington, D.C.
POLAND: Gdynia
Katowice • Warsaw

AFFILIATED OFFICE:
Pensacola, FL

June 7, 2000

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

400003285744--9
-06/12/00-01126--020
****125.00 ****125.00

Re: Merion Capital LLC

Dear Sir or Madam:

Enclosed are the following:

1. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida with attached State of Michigan Status Certificate;
2. Certificate of Designation of Registered Agent/Registered Office; and
3. Filing fee of \$125.

Please file the attached documents and return file-marked copies to me using the enclosed envelope.

If you have any questions or require additional information, please contact me at the number above or my assistant, Becky Cornwell, at 616-381-7030 Ext. 3823.

Thank you.

Very truly yours,

MILLER, CANFIELD, PADDOCK AND STONE, P.L.C.


Steven M. Stankewicz

SMS:blc
Enclosures
KZLIB:341486.1\113264-00001

00 JUN 12 12:37
FALLS CHURCH, VA
SEC. OF STATE

mtm
6/13

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

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

1. Merion Capital LLC
(Name of foreign limited liability company)
2. Michigan
(Jurisdiction under the law of which foreign limited liability company is organized)
3. _____
(FEI number, if applicable)
4. January 31, 2000
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 3020 Brandywine Road, Kalamazoo, MI 49008
(Street address of principal office)
8. If limited liability company is a manager-managed company, check here ☒
9. The usual business addresses of the managing members or managers are as follows:
Chris C. Ruppel, Manager/President/Treasurer: 3020 Brandywine Road, Kalamazoo, MI-49008
Robert C. Salisbury, Manager/Vice President/Secretary: 3252 Walter Travis Drive, Sarasota, FL 34240
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.)
11. Nature of business or purposes to be conducted or promoted in Florida: _____

investment supervisory services

Chris C. Ruppel
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.)

Chris C. Ruppel, President/Treasurer

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:

Merion Capital LLC

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

Robert C. Salisbury

(Name)

3252 Walter Travis Drive

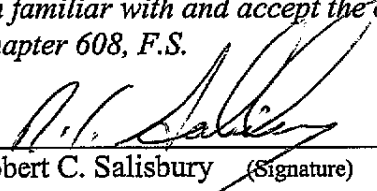
(Florida street address (P.O. Box **NOT** ACCEPTABLE))

Sarasota, FL 34240

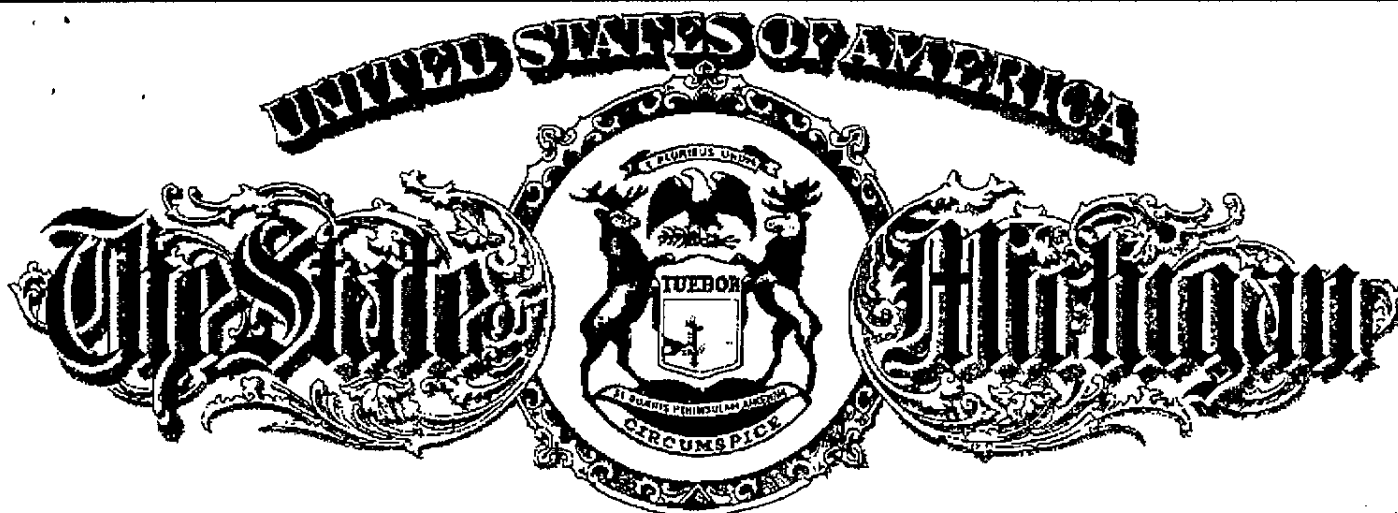
(City/State/Zip)

00 JUN 12 PM 2:37
FILED
TALLAHASSEE, FL
SECRETARY OF STATE

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.


Robert C. Salisbury (Signature)

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



Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

MERION CAPITAL LLC

a Michigan limited liability company, filed Articles of Organization in this office on January 31, 2000.

I FURTHER CERTIFY that the Articles are in full force and effect as of this date, and a Certificate of Dissolution has not been filed.

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.

00 JUN 12 11 2:07
RECEIVED
STATE
DEPARTMENT OF
CONSUMER AND
INDUSTRY SERVICES
LANSING, MICHIGAN

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 25th day of May, 2000.

, Director

171L 0497070

Corporation, Securities and Land Development Bureau