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January 14, 2002

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Office of the Florida Department of State  
Division of Corporations  
Registration Section  
P. O. Box 6327  
Tallahassee, FL 32314

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-01/17/02--D1042--004  
\*\*\*\*125.00 \*\*\*\*125.00

Re: **Lawrence A. Cox Financial Investments, LLC**

Dear Sir or Madam:

In connection with the registration of the referenced Delaware limited liability company to transact business in Florida, enclosed for filing in the records of the Florida Department of State are originals and duplicate copies of the following:

1. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida;
2. Certificate of Designation of Registered Agent/Registered Office; and
3. Certificate of Good Standing of the Lawrence A. Cox Financial Investments, LLC, issued by the Delaware Secretary of State on January 9, 2002.

Also enclosed are firm check in the amount of \$125.00 to cover the total filing fees and a pre-addressed envelope for returning the stamped "Filed" copy as evidence of this filing.

If there are any questions regarding the enclosed, please contact me at (601)949-4715. Thank you in advance for your prompt attention to this matter.

Sincerely,

WATKINS LUDLAM WINTER & STENNIS, P.A.

*Emily Merrill*  
Emily Merrill

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02 JAN 17 PM 9:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

/em  
Enclosures

cc: David B. Grishman, Esq.

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**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. Lawrence A. Cox Financial Investments, LLC  
(Name of foreign limited liability company)
2. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. Applied for  
(FEI number, if applicable)
4. December 26, 2001  
(Date of Organization)
5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Not applicable  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 2260 Flowood Drive, Jackson, MS 39212  
P. O. Box 1144, Jackson, MS 39215-1144  
(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:  
2260 Flowood Drive, Jackson, MS 39212  
P. O. Box 1144, Jackson, MS 39215-1144
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: Management of investment asset:

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Mina S. Jones  
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.)  
MINA S. JONES  
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:

Lawrence A. Cox Financial Investments, LLC

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

C T Corporation System

(Name)

c/o C T Corporation System, 1200 South Pine Island Road

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

Plantation

FL 33324

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..*

C T Corporation System

(Signature)

Jonathan Miles-Asst. Secy.

**\$ 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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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

# Delaware

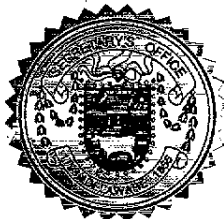
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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LAWRENCE A. COX FINANCIAL INVESTMENTS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINTH DAY OF JANUARY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

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02 JAN 17 PM 9:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1548265

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DATE: 01-09-02