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FROST BROWN TODD LLC

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May 28, 2002

VIA OVERNIGHT MAIL

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

RE: Timely Retail Solutions, LLC

800005637692--2
-05/29/02--01044--011
****165.00 ****165.00

Dear Sir or Madam:

Enclosed please find an Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida for the above named Kentucky limited liability company.

Also, enclosed please find a check in the amount of \$165.00 for fees as follows:

\$100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy
\$ 10.00	Two (2) Certificates of Status

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MAY 29 PM 2:42
FLORIDA
TALLAHASSEE, FLORIDA

Please file the document and return acknowledgement as indicated above to me. If you should have any questions regarding this matter, please contact me immediately at (513) 651-6115. Thank you.

Sincerely,

FROST BROWN TODD LLC

By: Michelle E. Thaler
Michelle E. Thaler
Paralegal

/met
Enclosures
CINlibrary/1183899.1

OHIO • KENTUCKY • INDIANA • TENNESSEE

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. Timely Retail Solutions, LLC
(Name of foreign limited liability company)
2. Kentucky
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 75-2998509
(FEI number, if applicable)
4. February 15, 2002
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. February 18, 2002
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 9 Beacon Drive
Wilders, Kentucky 41075
(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:
9 Beacon Drive, Wilders, Kentucky 41075
13944 Lynmar Blvd., Tampa, Florida 33626

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SECRETARY OF STATE
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.)

11. Nature of business or purposes to be conducted or promoted in Florida: The merchandising reser

business

Display Specialties, Inc.

By:

Robert D. Zeisloft

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.)

Robert D. Zeisloft

Robert D. Zeisloft, Secretary and 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:

Timely Retail Solutions, 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

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STATE OF FLORIDA
TALLAHASSEE

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

Carol Record
(Signature)

Carol Record
Assistant Secretary

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



John Y. Brown III
Secretary of State

Certificate of Existence

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

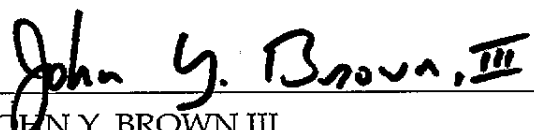
I, John Y. Brown III, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

TIMELY RETAIL SOLUTIONS, LLC

is a limited liability company duly organized and existing under KRS Chapter 275, whose date of organization is February 15, 2002.

I further certify that all fees and penalties owed to the Secretary of State have been paid; that articles of dissolution have not been filed; and that the most recent annual report required by KRS 275.190 has been delivered to the Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 23rd day of May, 2002.


JOHN Y. BROWN III
Secretary of State
Commonwealth of Kentucky
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