

# MO20000002174

KING & SPALDING

191 PEACHTREE STREET  
ATLANTA, GEORGIA 30303-1763  
TELEPHONE: 404/572-4600  
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**DIRECT FAX:**

404/572-5139

August 14, 2002

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

500007194895--9  
-08/19/02--01036--016  
\*\*\*125.00 \*\*\*125.00

**Re: Application of FL WAREHOUSE HOLDINGS, LLC  
for Authorization to Transact Business in Florida**

Dear Sir or Madam:

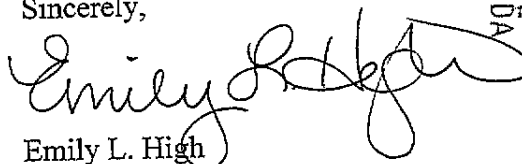
We enclose the following documents for filing with your office:

1. FL Warehouse Holdings, LLC's Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida;
2. Certificate of Designation of Registered Agent/Registered Office;
3. Certificate of Existence of FL Warehouse Holdings, LLC issued by the Georgia Secretary of State; and
4. Our firm check in the amount of \$125.00 for filing fees.

After filing this document, please send a letter of acknowledgment to the undersigned at King & Spalding, 191 Peachtree Street, Atlanta, Georgia 30303.

If you have any questions regarding the filing, please do not hesitate to call me.

Sincerely,

  
Emily L. High

Enclosures

APPROVED  
AND  
FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

8-20-02

**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. FL Warehouse Holdings, LLC  
(Name of foreign limited liability company)
2. Georgia  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. EIN applied for  
(FEI number, if applicable)
4. August 1, 2002  
(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. 1280 Atlanta Highway  
Madison, Georgia 30650  
(Street address of principal office)

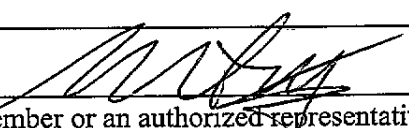
8. If limited liability company is a manager-managed company, check here ☐

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

Estate of Brooks M. Pennington, Jr., Brooks M. Pennington, III  
as Executor  
1280 Atlanta Road  
Madison, Georgia 30650

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: Real estate holding.

  
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.)

Brooks M. Pennington, III, as Executor  
Typed or printed name of signee  
u/w Brooks M.  
Pennington, Jr.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

**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:

FL WAREHOUSE HOLDINGS, LLC

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

NRAI SERVICES, INC.  
(Name)

F95000002920

526 E. PARK AVENUE

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

TALLAHASSEE FL 32301  
(City/State/Zip)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVE  
AND  
FILED

*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.*

NRAI SERVICES, INC.

By:

Eileen Chaddock

(Signature)

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

**Secretary of State**  
**Corporations Division**  
**315 West Tower**  
**#2 Martin Luther King, Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 022130396  
CONTROL NUMBER : 0238544  
DATE INC/AUTH/FILED: 08/01/2002  
JURISDICTION : GEORGIA  
PRINT DATE : 08/01/2002  
FORM NUMBER : 211

KING & SPALDING  
EMILY L. HIGH  
191 PEACHTREE ST.  
ATLANTA, GA 30303

**CERTIFICATE OF EXISTENCE**

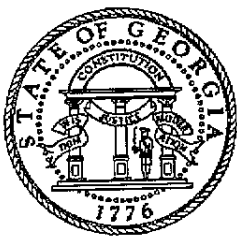
I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**FL WAREHOUSE HOLDINGS, LLC**  
**A GEORGIA LIMITED LIABILITY COMPANY**

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Cathy Cox  
Secretary of State