

M03000002812

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(City/State/Zip/Phone #)

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(Business Entity Name)

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M03-2812
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JAMES P. DEMERE
J. RUFUS GARTS, III
MELANIE R. DUNLAP

ATTORNEYS AT LAW
6060 POPLAR AVENUE, SUITE 450
MEMPHIS, TENNESSEE 38119-3980
TELEPHONE 901/682-1455
TELECOPIER 901/682-4446

OF COUNSEL:
MICHAEL F. RAFFERTY¹

MCDONALD & ASSOCIATES, PC
OXFORD, MISSISSIPPI

DOWNTOWN MEMPHIS OFFICE:

ONE COMMERCE SQUARE, SUITE 2700
MEMPHIS, TN 38103-2556
TELEPHONE 901/525-1455
TELECOPIER 901/526-4084

August 19, 2003

¹ ALSO ADMITTED IN AR AND MS
² ALSO ADMITTED IN MS AND TX
³ ALSO ADMITTED IN IL AND MO

Florida Department of State
Division of Corporations/Registration Section
409 E. Gaines St.
Tallahassee, FL 32399

VIA FEDERAL EXPRESS

Re: SHS Partners, LLC (a Tennessee limited liability company)
Application by Foreign LLC for Authorization to Transact Business

Dear Sir or Madam:

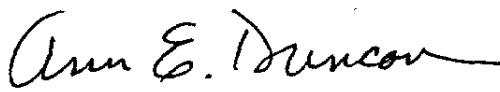
On behalf of the above-referenced entity, we enclose for filing the following documents:

- Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida (executed original and one copy);
- Designation of Registered Agent/Office (executed original and one copy);
- Certificate of Existence issued by the Tennessee Secretary of State; and
- This firm's check number 33209 in the amount of \$125.00 in payment of the filing fees.

Please process these documents as soon as possible and return a file stamped copy to me in the enclosed Federal Express envelope as evidence of filing. Should you have questions, you may contact me at (901) 682-1455 or aduncan@harrissshelton.com. Thank you for your assistance.

Very truly yours,

HARRIS, SHELTON, DUNLAP, COBB & RYDER, P.L.L.C.


Ann E. Duncan

enclosures

**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. SHS PARTNERS, LLC
(Name of foreign limited liability company)
2. Tennessee 3. Applied For
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. August 5, 2003 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. September 1, 2003 (projected)
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 235 Cloister Green Lane, Memphis, Tennessee 38120.
(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:

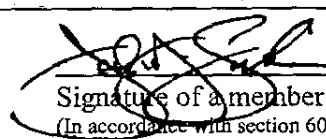
David C. Sullivan - 235 Cloister Green Lane, Memphis, TN 38120

John David Sullivan - 2002 Crystal Lake Drive, Destin, FL 32550

Robbins Halle & Company, G.P. - 965 Ridge Lake Blvd., Suite 203, Memphis, TN 38120

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 investment, development, management and related activities.


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.)

John David Sullivan, Member

Typed or printed name of signee

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:

SHS PARTNERS, LLC

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

John David Sullivan

(Name)

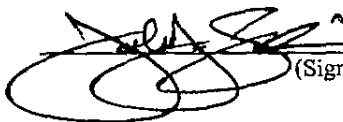
2002 Crystal Lake Drive

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

Destin, Walton County, FL 32550

(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)

08-13-2011 PM 2:30
FILED
TALLAHASSEE, FLORIDA
CLERK OF CIRCUIT COURT

Secretary of State
Division of Business Services
312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, Tennessee 37243

ISSUANCE DATE: 08/15/2003
REQUEST NUMBER: 03227562
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 08/05/2003
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0451642
JURISDICTION: TENNESSEE

TO:
DELPHI
PO BOX 330397

NASHVILLE, TN 37203-7503

REQUESTED BY:
DELPHI
PO BOX 330397

NASHVILLE, TN 37203-7503

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"SHS PARTNERS, LLC"

A LIMITED LIABILITY COMPANY DULY FORMED UNDER THE LAW OF THIS STATE WITH DATE OF
FORMATION AND DURATION AS GIVEN ABOVE;
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE
EXISTENCE OF THE LIMITED LIABILITY COMPANY HAVE BEEN PAID;
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND
THAT ARTICLES OF TERMINATION OF THE EXISTENCE HAVE NOT BEEN FILED.

FOR: REQUEST FOR CERTIFICATE

ON DATE: 08/15/03

FROM:
DELPHI COMMUNICATIONS >PO BOX 330397<
P.O. BOX 330397

NASHVILLE, TN 37203-7503

RECEIVED: FEES \$120.00 \$0.00
TOTAL PAYMENT RECEIVED: \$120.00

RECEIPT NUMBER: 00003345978
ACCOUNT NUMBER: 00005824



Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE