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150 SECOND AVENUE NORTH  
17TH FLOOR  
ST. PETERSBURG, FLORIDA 33701

POST OFFICE BOX 14034  
ST. PETERSBURG, FLORIDA 33733

(727) 502-8243  
FAX: (727) 502-8943  
SUSAN.SHERMAN@RUDEN.COM

49122-0003  
July 2, 2004

**VIA FEDERAL EXPRESS**

Registration Section  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: PARRISH PROPERTIES II, LLC, a Wisconsin limited liability company

Gentlemen:

Please find enclosed the following documentation necessary to register the referenced limited liability company with the State of Florida:

1. Original Transmittal Letter.
2. This firm's trust check in the amount of \$160 to cover the cost of the following:
  - (a) Filing Fee for Application;
  - (b) Designation of Registered Agent;
  - (c) Certified Copy; and
  - (d) Certificate of Status.
3. Original Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida.
4. Original Certificate of good standing from the Department of Financial Institutions, Division of Corporate & Consumer Services, State of Wisconsin.
5. Original Certificate of Designation of Registered Agent/Registered Office.

Please return the Certified Copy and Certificate of Status to the undersigned in the enclosed pre-paid, pre-addressed Federal Express envelope. If you have any questions, please do not hesitate to contact us. Thank you.

Very truly yours,

RUDEN, McCLOSKEY, SMITH,  
SCHUSTER & RUSSELL, P.A.

  
Susan G. Sherman, CLA  
Paralegal to David S. Bernstein

SGS/sd

Encl.

cc: David S. Bernstein, Esq.

STP:429923:1

RUDEN, McCLOSKEY, SMITH, SCHUSTER & RUSSELL, P.A.

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**TRANSMITTAL-LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** PARRISH PROPERTIES II, LLC  
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

SUSAN G. SHERMAN, CLA  
(Name of Person)

RUDEN, McCLOSKEY  
(Firm/Company)

POST OFFICE BOX 14034  
(Address)

ST. PETERSBURG, FLORIDA 33733  
(City/State and Zip Code)

For further information concerning this matter, please call:

SUSAN G. SHERMAN, CLA at ( 727 ) 502-8243  
(Name of Person) (Area Code & Daytime Telephone Number)

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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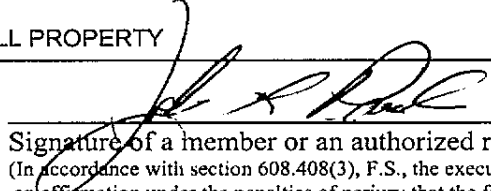
Enclosed is a check for the following amount:

☐ \$125.00 Filing Fee    ☐ \$130.00 Filing Fee & Certificate of Status    ☐ \$155.00 Filing Fee & Certified Copy    ☒ \$160.00 Filing Fee, Certificate of Status & Certified Copy

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

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

1. PARRISH PROPERTIES II, LLC  
(Name of Foreign Limited Liability Company)
2. WISCONSIN  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 52-1929213  
(FEI number, if applicable)
4. February 4, 1999  
(Date of Organization)
5. perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Under qualification  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. 7804 COOPER ROAD  
KENOSHA WI 53142  
(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:  
JOHN R. PARRISH, POST OFFICE BOX 580488, PLEASANT PRAIRIE, WISCONSIN, 53158  
\_\_\_\_\_  
\_\_\_\_\_
10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records of the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, 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: OWN, OPERATE  
MANAGE AND SELL PROPERTY

  
\_\_\_\_\_  
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 R. PARRISH

Typed or printed name of signee

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**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:

PARRISH PROPERTIES II, LLC

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

DAVID S. BERNSTEIN, ESQ., RUDEN, McCLOSKEY

(Name)

150 SECOND AVENUE NORTH, 17TH FLOOR


Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

ST. PETERSBURG

FL 33701

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, Florida Statutes.*

  
(Signature)

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

United States of America  
State of Wisconsin

DEPARTMENT OF FINANCIAL INSTITUTIONS  
Division of Corporate & Consumer Services



To All to Whom These Presents Shall Come, Greeting:

I, RAY ALLEN, Deputy Administrator, Division of Corporate & Consumer Services, Department of Financial Institutions, do hereby certify that;

**PARRISH PROPERTIES II, LLC**

is a domestic limited liability company organized under the laws of this state and that its date of organization is February 4, 1999.

I further certify that said company has not filed articles of dissolution with this department.

IN TESTIMONY WHEREOF, I have hereunto set  
my hand and affixed the official seal of the  
Department on June 21, 2004.

A handwritten signature in black ink, appearing to read "Ray Allen".

RAY ALLEN, Deputy Administrator  
Division Of Corporate & Consumer Services  
Department of Financial Institutions



Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor of corporate records formerly held by the Secretary of State.

DFI/Corp/33

**To Validate the authenticity of this certificate**

Visit this web address: <http://www.wdfi.org/apps/ccs/verify/>

Enter this code: **4270-FBD406C1**