

MO4000004981

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

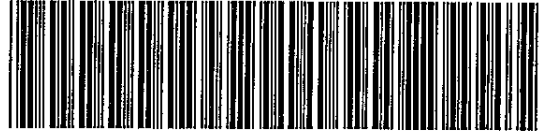
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



400041786674

10/28/04--01012--017 **125.00

FILED
2004 NOV 15 PM 4:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MO4-4981
a



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

November 1, 2004

KEVIN MCINTOSH
P.O. DRAWER 2428
HICKORY, NC 28603

SUBJECT: PALLADIO TEXTILES & DESIGN, LLC
Ref. Number: W04000039986

We have received your document for PALLADIO TEXTILES & DESIGN, LLC and your check(s) totaling \$125.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$2,100.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 204A00062592

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2004 NOV 15 PM 4:11

FILED

YOUNG, MORPHIS, BACH & TAYLOR, LLP

Attorneys at Law

400 Second Avenue NW (28601)
Post Office Drawer 2428
Hickory, North Carolina 28603-2428
e-mail: lawyers@hickorylaw.com

Charles R. Young, Sr. ■
Thomas C. Morphis
Wayne M. Bach
Terry M. Taylor •
T. Dean Amos
Paul E. Culpepper
Kevin C. McIntosh

Valeree R. Adams
Jimmy R. Summerlin, Jr.
Frank W. Leak, Jr.

Telephone: 828-322-4663
Facsimile: 828-322-2023

■ Certified Mediator

• Board Certified Specialist in
Real Property Law-Residential,
Business, Commercial and
Industrial Transactions

October 25, 2004

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

RE: Palladio Textiles & Design, LLC

Dear Sir or Madam:

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:

Kevin C. McIntosh, Esq.
Young, Morphis, Bach & Taylor, LLP
P. O. Drawer 2428
Hickory, NC 28603

For further information concerning this matter, please call:

Kevin C. McIntosh, Esq.
(828)433-4663

Thank you for your assistance in this matter.

Very truly yours,

YOUNG, MORPHIS, BACH
& TAYLOR, LLP


Kevin C. McIntosh

FILED
2004 NOV 15 PM 4:11
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Enclosures

YOUNG, MORPHIS, BACH & TAYLOR, LLP

Attorneys at Law

400 Second Avenue NW (28601)
Post Office Drawer 2428
Hickory, North Carolina 28603-2428
e-mail: lawyers@hickorylaw.com

Charles R. Young, Sr. ■
Thomas C. Morphis
Wayne M. Bach
Terry M. Taylor •
T. Dean Amos
Paul E. Culpepper
Kevin C. McIntosh

Valeree R. Adams
Jimmy R. Summerlin, Jr.
Frank W. Leak, Jr.

Telephone: 828-322-4663
Facsimile: 828-322-2023

■ Certified Mediator

• Board Certified Specialist in
Real Property Law-Residential,
Business, Commercial and
Industrial Transactions

November 10, 2004

Ms. Tammi Cline
Document Specialist
Florida Department of Secretary
Of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Palladio Textiles & Design, LLC
Your Reference No.: W04000039986
Your Letter No.: 204A00062592

Dear Ms. Cline:

I am in receipt of your letter of November 1, 2004, regarding the Request for a Certificate of Authority for the above-mentioned entity to conduct business in the State of Florida, and your request for payment in the amount of \$2,100.00 to recover annual report and penalty fees pursuant to Section 608.502 of the Florida Statutes. In reviewing your letter with my client, I have been informed that the Palladio Textiles business contacts within the State of Florida were of a nature where Palladio Textiles was acting as an Independent Sales Representative soliciting orders by a hand-full of buyers within the State which required acceptance by the Seller in its offices here in North Carolina prior to becoming contracts.

Accordingly, it is our belief that based on Section 608.501(2)(f) that the activities of Palladio Textiles within the State of Florida are not "transacting business" within the meaning of Section 608.501 and 608.502, and that the information submitted on line number 6 of the Application for Certificate of Authority was inadvertently entered based on my client's misunderstanding of what

FILED
2004 NOV 15 PM 4:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ms. Tammi Cline
Document Specialist
Page Two
November 10, 2004

constituted "transacting business" within the State of Florida. Therefore, we request that you re-evaluate our submission and remove and/or waive the fees and penalties assessed against Palladio Textiles.

Should you have any questions or concerns, please feel free to contact my office.

Very truly yours,

YOUNG, MORPHIS, BACH
& TAYLOR, LLP

Kevin C. McIntosh

KCM:ms
Enclosure

FILED
2004 NOV 15 PM 4:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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. Palladio Textiles & Design, LLC
(Name of Foreign Limited Liability Company)

2. North Carolina 3. 56-2137936
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. May 13, 1999 5. January 2050
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. February, 2002
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 845 14th Avenue, NW
Hickory, NC 28601
(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:

Daniel R. Dietrich, 4037 Drifting Sand Trail, Destin, Florida 32541

Karen R. Dietrich, 4037 Drifting Sand Trail, Destin, Florida 32541

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: Sales Agency
for textiles & leather

Daniel Dietrich
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.)
Daniel R. Dietrich
Typed or printed name of signee

FILED
2004 NOV 15 PM 4:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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:

Palladio Textiles & Design, LLC

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

Daniel R. Dietrich
(Name)

4037 Drifting Sand Trail
Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Destin FL 32541
City/State/Zip

2004 NOV 15 PM 4:11
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

Daniel Dietrich
(Signature)

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



NORTH CAROLINA

Department of The Secretary of State

CERTIFICATE OF EXISTENCE (Limited Liability Company)

I, ELAINE F. MARSHALL, Secretary of State of the State of North Carolina, do hereby certify that

PALLADIO TEXTILES & DESIGN, LLC

is a limited liability company duly formed under the laws of the State of North Carolina, having been formed on the 13th day of May, 1999, with its period of duration being JAN 2050.

I FURTHER certify that the said limited liability company's articles of organization are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said limited liability company is not administratively dissolved for failure to comply with the provisions of the North Carolina Limited Liability Company Act; and that the said limited liability company has not filed articles of dissolution as of this date of this certificate.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 20th day of September, 2004

Elaine F. Marshall

Secretary of State