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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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OK

**BOYLE & VOSS, P.A.**  
ATTORNEYS AT LAW  
145 Paramount Plaza III  
7831 Glenroy Road  
Minneapolis, Minnesota 55439  
Tel. 952-837-1000  
Fax 952-837-0920

Steven P. Katkov  
e-mail: [stevekatkov@boylevoss.com](mailto:stevekatkov@boylevoss.com)

January 10, 2005

Florida Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, FL 32314

**RE:** *Foreign Registration of Marion Associates LLC, a Minnesota Limited Liability Company*  
*Client Name: Marion Associates LLC*  
*Our File No. 1021-01*

To Whom It May Concern:

Enclosed for filing, please find each of the following original documents:

1. 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 Organization of the Minnesota Secretary of State;
4. Our firm check in the amount of \$160.00 as and for the following fees:
  - a. Foreign LLC Filing Fee \$100.00
  - b. Registered Agent Fee \$25.00
  - c. Certificate of Status \$5.00
  - d. Certified Copy of Record \$30.00

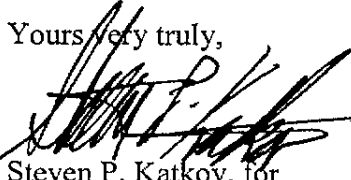
Please file the referenced documents and return file-stamped originals to our office address, as noted above. Also, please provide our office with the Certificate of Status and the Certified Copy of Record for the LLC. We will, in turn, provide copies of these documents to our client.

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TALLAHASSEE, FLORIDA

Florida Department of State  
Division of Corporations  
January 10, 2005  
Page Two

If you have any questions or concerns, please don't hesitate to call.

Yours very truly,



Steven P. Katkov, for  
BOYLE & VOSS, P.A.

SPK/ttf

C: Mr. Joseph Marion (w/enc.)  
Robert E. Boyle (w/o enc.)

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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. Marion Associates LLC  
(Name of Foreign Limited Liability Company)

2. Minnesota 3. 34-2028265  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. December 28, 2004 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

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

7. 131 NW 1st Avenue  
Delray Beach, FL 33444  
(Street Address of Principal Office)

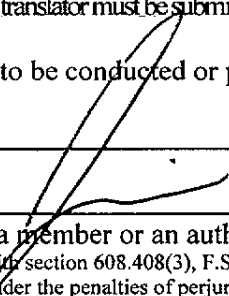
8. If limited liability company is a manager-managed company, check here ☒

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

Joseph J. Marion  
131 NW 1st Avenue  
Delray Beach, FL 33444

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: trade association  
professional management services

  
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.)  
Joseph J. Marion

Typed or printed name of signee

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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:

Marion Associates LLC

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

Joseph J. Marion

(Name)

131 NW 1st Avenue

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

Delray Beach

FL 33444

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)

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

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TALLAHASSEE, FLORIDA

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State of Minnesota

## SECRETARY OF STATE

### Certificate of Organization

I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: Articles of Organization, duly signed, have been filed on this date in the Office of the Secretary of State, for the organization of the following limited liability company, under and in accordance with the provisions of the chapter of Minnesota Statutes listed below.

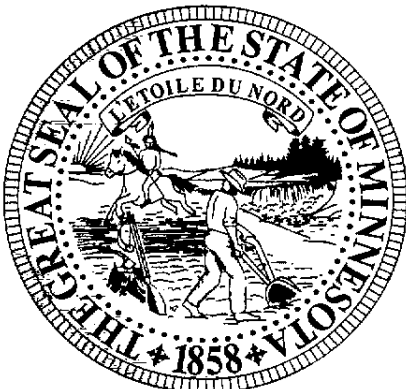
This limited liability company is now legally organized under the laws of Minnesota.

Name: MARION ASSOCIATES, LLC

Charter Number: 1166317-5

Chapter Formed Under: 322B

This certificate has been issued on 12/27/2004.



*Mary Kiffmeyer*  
Secretary of State.