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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

October 24, 2005

GEORGE COTTON 435 LOUISIANA AVENUE BATON ROUGE, LA 70802

SUBJECT: GULF SOUTH EQUITY SOLUTIONS LLC

Ref. Number: W05000048486

We have received your document for GULF SOUTH EQUITY SOLUTIONS LLC and your check(s) totaling \$160.00. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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: 105A00064431

COVER LETTER

то:	Registration Section Division of Corporations			
SUBJ	ECT: Gulf South Equity Solutions Li	LC		
	(Name of Lin	nited Liability Company)		
Florid		iability Company for Authorization to Transac submitted to register the above referenced fore		
Please	return all correspondence concerning this r	matter to the following:		
	George M. Cotton		_	
	(Na	ame of Person)		
	George M. Cotton, Attorne	ys At Law, LLC	_	
	(Fi	irm/Company)		
	435 Louisiana Avenue			
	,	(Address)	٠ د د د	
Baton Rouge, LA 70802				
	(City/Si	tate and Zip Code)	****	186 (548) Y
For fu	rther information concerning this matter, ple	ease call:	71 P. 2	;
	George M. Cotton	at (225) 383 0004	······································	
	(Name of Person)	(Area Code & Daytime Telephone Num	ber)	
	MAILING ADDRESS: Division of Corporations P.O. Box 6327 Tallahassee, FL 32314	STREET ADDRESS: Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301		
Enclos	red is a check for the following amount: \$\Bigsim \frac{1}{25.00}\$ \text{ Filing Fee } \Bigsim \frac{1}{25.00}\$ Filing Fee & Certificate of			

GEORGE M. COTTON, L.L.C.

ATTORNEYS AT LAW
435 LOUISIANA AVENUE
BATON ROUGE, LOUISIANA 70802

Telephone: (225) 383-0004 Facsimile: (225) 383-0022 GCotton@LCLAWLLP.com

November 8, 2005

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

Attention: Tammi Cline

Document Specialist

Re: Gulf South Equity Solutions LLC

Ref. Number: W05000048486

Dear Ms. Cline:

Please find enclosed a Certificate of Good Standing from the State of Delaware for Gulf South Equity Solutions LLC, as requested in Letter Number 105A00064431.

Yours very truly,

GEORGE M. COTTON, L.L.C.

Large M. Cotton/46

George M. Cotton

GMC/vhb Enclosure

APPLICATION BY FOREIGN LIMITED LİABILITY 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.	Gulf South Equity Solutions, LLC (Name of Foreign Limited Liability Company)	_
٠.	Delaware (Jurisdiction under the law of which foreign limited liability company is organized) 3. (FEI number, if applicable)	
4.	Oct. 11, 2005 (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, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability)	_
7.	8901 Grand Bayou Court, Tampa, FL 33635	
	できょう (できょう) (日本)	
	(Street Address of Principal Office)	
8.	If limited liability company is a manager-managed company, check here	
	The name and usual business addresses of the managing members or managers are as follows: Logan Shreve, 8901 Grand Bayou Court, Tampa, FL 33635	
the tra	Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of rejurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, and aslation of the certificate under oath of the translator must be submitted.)	
11	. Nature of business or purposes to be conducted or promoted in Florida: All business authorized	4
	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.) Logan Shreve Typed or printed name of signee	<u>-</u> •

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

August 11

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:

Gulf South Equity Solutions LLC

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

Agents and Corpnations, Inc.	38.0	15 CT 2
Suite E 173 4th Ane. North Florida Street Address (P.O. Box NOT ACCEPTABLE)		
NAPLES FL 34102		PHE: 21

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)

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GULF SOUTH EQUITY SOLUTIONS LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF NOVEMBER, A.D. 2005.



Darriet Smith Hindson

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4269022

DATE: 11-02-05

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