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SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 FEB 26 AM 10:49

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: GFS Multi-Unit, LLC
(Name of Foreign Limited Liability Company)

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Robert R. Stead

(Name of Person)

Miller Johnson

(Firm/Company)

P.O. Box 306

(Address)

Grand Rapids, Michigan 49501-0306

(City/State and Zip Code)

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For further information concerning this matter, please call:

Cheryl A. Stricklen

(Name of Person)

at (616) 831-1811

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

- ☒ \$25 Filing Fee ☐ \$30 Filing Fee & Certificate of Status ☐ \$55 Filing Fee & Certified Copy ☐ \$60 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: GFS Multi-Unit, LLC
2. Jurisdiction of its organization: Michigan
3. Date authorized to do business in Florida: March 21, 2006

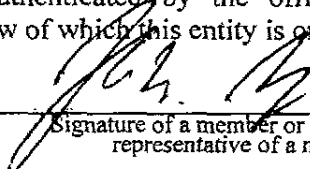
SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? September 1, 2006
5. New name of the limited liability company: GFS Chain Alliance, LLC
6. If the amendment changes the period of duration, indicate new period of duration:

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: _____

9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.



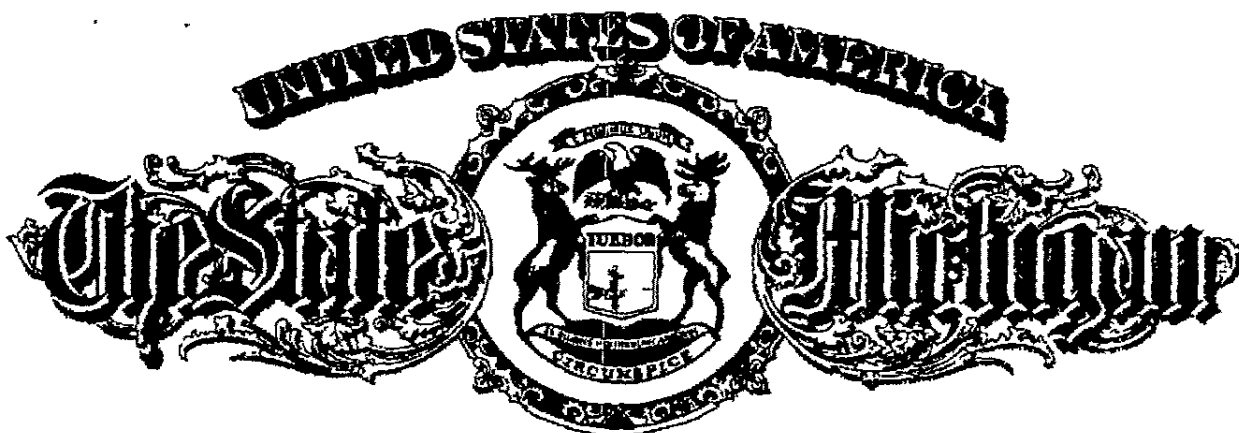
Signature of a member or the authorized
representative of a member

John M. Gordon, Jr., Manager

Typed or printed name of signee

Filing Fee: \$25.00

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Michigan Department of Labor & Economic Growth

Lansing, Michigan

This is to Certify that the annexed copy has been compared by me with the record on file in this Department and that the same is a true copy thereof.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

07 FEB 26 AM 10:49

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DIVISION OF CORPORATIONS



Sent by Facsimile Transmission
910261

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 22nd day of February, 2007

Andrew S. Mitchell, Director

Bureau of Commercial Services

Michigan Department of Labor & Economic Growth
Filing Endorsement

This is to Certify that the ARTICLES OF ORGANIZATION (DOMESTIC L.L.C.)

for

GFS MULTI-UNIT, LLC

ID NUMBER: D00654

received by facsimile transmission on March 8, 2006 is hereby endorsed

Filed on March 9, 2006 by the Administrator.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 FEB 26 AM 10:49

The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.



In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 9TH day of March, 2006.

, Director

Bureau of Commercial Services

From:

03/08/2006 16:16 #127 P.002/004

CBS 706 (Rev. 8/93)

MICHIGAN DEPARTMENT OF CONSUMER AND INDUSTRY SERVICES		
Date Received		(FOR BUREAU USE ONLY)
Name Robert R. Stead, Miller Johnson		EFFECTIVE DATE:
Address P.O. Box 306		
City Grand Rapids	State Michigan	
ZIP Code 49501-0306		

†Document will be returned to the name and address you enter above†

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ARTICLES OF ORGANIZATION
For Use by Domestic Limited Liability Companies
(Please read information and instructions on last page)

GFS MULTI-UNIT, LLC

These Articles of Organization are executed by the undersigned for the purpose of forming a limited liability company under the provisions of Act 23 of the Public Acts of 1993, as amended, known as the Michigan Limited Liability Company Act:

ARTICLE I

NAME OF LIMITED LIABILITY COMPANY

The name of this limited liability company is:

GFS Multi-Unit, LLC

ARTICLE II

PURPOSES

This limited liability company is formed to engage in any activity consistent with the purposes for which limited liability companies may be formed under the Michigan Limited Liability Company Act.

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DIVISION OF CORPORATION
07 FEB 26 AM 10:49

From:

03/08/2006 16:16 #127 P.003/004

CAS 700(Rev. 8/83)

ARTICLE III

DURATION OF LIMITED LIABILITY COMPANY

The duration of this limited liability company is perpetual.

ARTICLE IV

REGISTERED OFFICE AND RESIDENT AGENT

The street address of the registered office of the limited liability company is 333 50th Street, S.W., Grand Rapids, Michigan 49548. The mailing address of the registered office of the limited liability company is P.O. Box 1787, Grand Rapids, Michigan 49501-1787. The name of the resident agent at the registered office is John M. Gordon, Jr.

ARTICLE V

MANAGEMENT BY MANAGERS

This limited liability company shall be managed by one (1) or more managers who or which may, but need not be, members of this limited liability company.

ARTICLE VI

LIMITED LIABILITY FOR MANAGERS

A manager of the limited liability company shall not be personally liable to the limited liability company or its members for monetary damages for the breach of any duty established under Section 404 of the Michigan Limited Liability Company Act, except for liability:

- (a) Arising out of any transaction from which the manager derived an improper personal financial benefit;
- (b) Arising out of a distribution made in violation of Section 308 of the Michigan Limited Liability Company Act;
- (c) For any act or omission which involves a knowing violation of law; or
- (d) For any acts or omissions occurring before the date this Article is effective.

If the Michigan Limited Liability Company Act is amended after this Article has been adopted to further eliminate or limit the personal liability of managers, then the liability of a manager of this limited liability company shall be eliminated or limited to the fullest extent permitted by the Michigan Limited Liability Company Act as amended.

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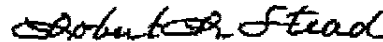
From:

03/08/2006 16:17 #127 P.004/004

C&S 700(Rev. 8/93)

Any repeal, modification or adoption of any provision in these Articles of Organization inconsistent with this Article VI shall not adversely affect any right or protection of a manager of this limited liability company existing at the time of such repeal, modification or adoption.

The undersigned has executed these Articles of Organization on March 8, 2006.



Robert R. Stead, Organizer

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Michigan Department of Labor & Economic Growth

Filing Endorsement

This is to Certify that the CERTIFICATE OF AMENDMENT TO THE ARTICLES OF ORG.

for

GFS CHAIN ALLIANCE, LLC

ID NUMBER: D00654

received by facsimile transmission on August 31, 2006 is hereby endorsed

Filed on September 1, 2006 by the Administrator.

The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 FEB 26 AM 10:49



In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 1ST day of September, 2006.

, Director

Bureau of Commercial Services

Aug. 31. 2006 4:15PM

millerjohnson

No. 1264 P. 2

BOSCD-715 (Rev. 12/05)

MICHIGAN DEPARTMENT OF LABOR & ECONOMIC GROWTH BUREAU OF COMMERCIAL SERVICES	
Date Received	(FOR BUREAU USE ONLY)
	This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.
Name Robert R. Stead, Miller Johnson	
Address P.O. Box 306	
City	State Zip Code
Grand Rapids	MI 49501-0306
EFFECTIVE DATE:	

- Document will be returned to the name and address you enter above.
If left blank document will be mailed to the registered office.

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF ORGANIZATION For use by Limited Liability Companies

(Please read information and instructions on reverse side)

Pursuant to the provisions of Act 23, Public Acts of 1993, the undersigned limited liability company executes the following Certificate of Amendment:

1. The present name of the limited liability company is:	
GFS Multi-Unit, LLC	
2. The identification number assigned by the Bureau is:	D00654
3. The date of filing of its original Articles of Organization was:	March 9, 2006
4. Article ¹ of the Articles of Organization is hereby amended to read as follows:	
The name of this limited liability company is GFS Chain Alliance, LLC	
5. <input type="checkbox"/> The amendment was approved by a majority in interest if an operating agreement authorizes amendment of the articles of organization by majority vote.	
<input checked="" type="checkbox"/> The amendment was approved by unanimous vote of all of the members entitled to vote.	

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This Certificate is hereby signed as required by Section 103 of the Act.

Signed this 31st day of August, 2006

By

Robert R. Stead

(Signature of Member, Manager, or authorized agent)

Robert R. Stead, Organizer

(Type or Print Name and capacity)

08/31/2006 4:16PM