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DIVISION OF CORPORATIONS

FLORIDA/FOREIGN LIMITED LIABILITY CO.

Demeter Systems LLC

Certificate of Status	0
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**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 TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:

1. Demeter Systems LLC
(Name of Foreign Limited Liability Company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 98-0353189
(FEI number, if applicable)
4. 5/22/2001
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. May 1, 2006
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. 8755 The Esplanade, Suite 101, Orlando, FL 32836
(Street Address of Principal Office)

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TALLAHASSEE, FLORIDA

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:

Louis J. Basenese, 8755 The Esplanade, Suite 101, Orlando, FL 32836

Paul E Touchton, 3401 West End Ave, Ste. 304, Nashville, TN 37203

Julia F. Hubbard, 3401 West End Ave, Ste. 304, Nashville, TN 37203

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: R&D company

to commercialize various energy related technologies for fossil fuels and waste water treatment.

Paul E Touchton
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.)

Paul E Touchton, Exec. V.P.

Typed or printed name of signee

DEMETER SYSTEMS LLC

Board of Directors

As of April 17, 2006

DIRECTORS

Robert R. Holcomb, M.D., Ph.D. , Chairman of the Board
3401 West End Avenue, Suite 304
Nashville, TN 37203

Robert A. Krissel, Vice Chairman
428 East 84th Street
New York, NY 10028

Paul E. Touchton
3401 West End Avenue, Suite 304
Nashville, TN 37203

Tommy Harper
P.O. Box 4815
Maury City, TN 38050

Garnett E. Smith
1994 Meridian Road
Moneta, VA 24121

Edward Nunnally
1301 Mt. Hermon Road
Midlothian, VA 23112

Louis J. Basenese
8755 The Esplanade, Suite 101
Orlando, FL 32836

Alan Sonnenberg
5005 SE Williams Way
Stuart, FL 34997

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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:

Demeter Systems LLC

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

CT Corporation System
(Name)

1200 South Pine Island Rd.
Florida Street Address (P.O. Box NOT ACCEPTABLE)

Plantation, FL 33324
City/State/Zip

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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.

Jennifer F. Aultman
Assistant Secretary

(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

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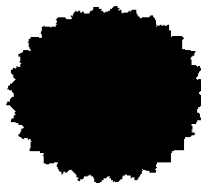
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DEMETER SYSTEMS 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 NINETEENTH DAY OF APRIL, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

3394817 8300

060365870



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4679762

DATE: 04-19-06