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(Requestor's Name)

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(Address)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

PICK-UP.  WAIT  MAIL

10/12/06--01034--006 \*\*796.25

\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

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

Special Instructions to Filing Officer:

De Ann GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT #9  
DATE 10/17/06  
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Office Use Only

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SECURE LANDFILL STATE  
TALLAHASSEE, FLORIDA  
FILED

N. Outlier OCT 17 2006

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

SUBJECT: UPHOFF FLORIDA LAND, LLC  
(Name of Limited Liability Company)

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:

Stephen C. Hall

(Name of Person)

Hairfield Morton Watson Adams & Sommers, PLC

(Firm/Company)

2800 Buford Road, Suite 201

(Address)

Richmond, VA 23230

(City/State and Zip Code)

For further information concerning this matter, please call:

Stephen C. Hall

804 320-6600

(Name of Person)

at \_\_\_\_\_ (Area Code & Daytime Telephone Number)

**MAILING ADDRESS:**

MAILING ADDRESS:  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**STREET ADDRESS:**

STREET ADDRESS:  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Enclosed is a check for the following amount:

\$125.00 Filing Fee  \$130.00 Filing Fee &  \$155.00 Filing Fee &  \$160.00 Filing Fee, Certificate  
of Status & Certified Copy

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANACT BUSINESS IN THE STATE OF FLORIDA:

1. UPHOFF FLORIDA LAND, LLC  
(Name of Foreign Limited Liability Company)

2. State of Virginia 3. 16-1773508  
(Jurisdiction under the law of which foreign limited liability  
company is organized) (FEI number, if applicable)

2. State of Virginia 3. 16-1115508  
(Jurisdiction under the law of which foreign limited liability  
is established) (FEI number, if applicable)

4. 06/14/06  
(Date of Organization) 5. perpetual  
(Duration: Year limited liability company will cease to  
exist or "perpetual")

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

7. 4900 West Hundred Road RECEIVED  
APR 11 1968  
FBI - WASHINGTON, D.C.

Chester, Virginia 23831

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:

Steven M. Uphoff

4900 Chester Road

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Chester, Virginia 23831

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: \_\_\_\_\_

Convenience store/gasoline station

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.)

Steven M. Uphoff  
Typed or printed name of signer

## APPENDIX B

Typed or printed name of signee

**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:

UPHOFF FLORIDA LAND, LLC

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

Zhou Ning

(Name)

638 United Street

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

Key West

33040

FL

City/State/Zip

06 OCT 12 AM 9:00  
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.*

Ning Zhou

(Signature)

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

# Commonwealth of Virginia



## State Corporation Commission

*I Certify the Following from the Records of the Commission:*

A certificate of organization was issued by the Commission to UPHOFF FLORIDA LAND, LLC, a limited liability company formed under the laws of VIRGINIA, effective as of June 14, 2006.

As of the date below, this certificate of organization is in effect and the company is current in the payment of all annual registration fees assessed against it by the Commission.

As of the date below, articles of cancellation have not been filed in this office by UPHOFF FLORIDA LAND, LLC, a Virginia limited liability company.

Nothing more is hereby certified.

*Signed and Sealed at Richmond on this Date:  
October 5, 2006*

*Joel H. Peck*

*Joel H. Peck, Clerk of the Commission*

