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(Requestor's Name)

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(City/State/Zip/Phone #)

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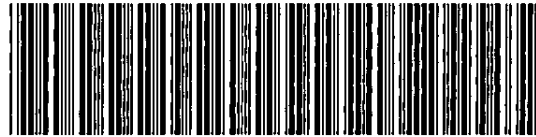
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N. Gulligan MAR -6 2007

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Southbridge Investments
(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:

Josh Hamby
(Name of Person)

Southbridge Investments LLC
(Firm/Company)

1515 N Federal Highway, Suite 910
(Address)

Boca Raton, FL 33432
(City/State and Zip Code)

For further information concerning this matter, please call:

Josh Hamby at (561) 391 3500
(Name of Person) (Area Code & Daytime Telephone Number)

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

Enclosed is a check for the following amount:

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



February 27, 2007

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

RE: Southbridge Investments LLC, a Delaware Limited Liability Company -- Florida
Registration of Foreign Limited Liability Company

Dear Registrar:

I have recently been informed by my accountant that it is necessary for foreign (Delaware) limited liability companies doing business in Florida to file a corporate registration in the State of Florida.

I retained Mr. Michael Solovay of Greenberg, Traurig, a New York law firm, in November 2005 to create Southbridge Investments LLC as a Delaware LLC. I was not advised of the requirement to register in Florida as well. Southbridge Investments began transacting business in the State of Florida in February 2006. Had I known of this requirement, I would have registered in Florida immediately as well.

Now that I am aware of the requirement, I have completed the necessary forms and submitted the necessary filing fees to register (enclosed herein). I also understand that there is a possible \$1,000 penalty per calendar year for not being registered in Florida. I respectfully request that this penalty be waived. In addition to the \$100 filing fee for application and \$25 fee for designation of a registered agent, also enclosed is the \$50 fee for the 2006 annual report filing, which I was informed is payable.

Thank you for your consideration and understanding in this matter, and please call me at 561-391-3500 with any questions.

Respectfully,

Joshua A. Hamby
CEO

APPLICATION BY FOREIGN LIMITED LIABILITY 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. Southbridge Investments LLC
(Name of Foreign Limited Liability Company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 20-3898459
(FEI number, if applicable)
4. 11-28-05
(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. 1515 N Federal Highway, Suite 410
Boca Raton FL 33432
(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:
Joshua Hamby, 1515 N. Federal Highway, Suite 410
Boca Raton, FL 33432

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: _____

Financial marketing / Business Development

X
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.)

Josh Hamby

Typed or printed name of signee

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SECRETARY OF STATE
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:

Southbridge Investments LLC

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

Josh Hambly
(Name)

1515 N Fed Hwy, Suite 910
Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Boca Raton FL 33432
City/State/Zip

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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.

X [Signature]
(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

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SOUTHBRIDGE INVESTMENTS 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 TWENTY-SECOND DAY OF FEBRUARY, A.D. 2007.



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5452928

DATE: 02-22-07