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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

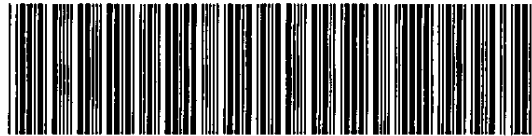
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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JB

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: All American Semiconductor, 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:

Gregory J. Ricci, Esq.
(Name of Person)

Fox, O'Neill & Shannon, SC
(Firm/Company)

622 North Water St., Suite 500
(Address)

Milwaukee, WI 53202
(City/State and Zip Code)

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For further information concerning this matter, please call:

Gregory J. Ricci, Esq. at (414) 273-3939
(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

.FOX; O'NEILL & SHANNON, S.C.

A SERVICE CORPORATION

ATTORNEYS AT LAW

622 NORTH WATER STREET, SUITE 500
MILWAUKEE, WISCONSIN 53202-4978

TELEPHONE (414) 273-3939

FAX (414) 273-3947

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WILLIAM FITZHUGH FOX
BRUCE C. O'NEILL
COURT COMMISSIONER
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DIANE SLOMOWITZ
ALLAN T. YOUNG
GREGORY J. RICCI
FRANCIS J. HUGHES
MICHAEL J. HANRAHAN
DANA L. WINGER
JEFFREY P. KALLIO

CHARLES G. CARPENTER
(1922-1996)

SHIRLEY M. SORTOR
(1929-2002)

*ALSO ADMITTED TO PRACTICE
IN ILLINOIS

June 11, 2007

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

SENT UPS OVERNIGHT

Re: Registration in Florida as a Foreign LLC

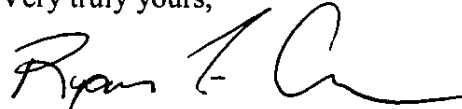
Dear Sir or Madam:

Please find enclosed, the following items requisite for registering All American Semiconductor, a Wisconsin LLC, in Florida:

- A completed registration application for All American Semiconductor, LLC.
- An original certificate of status for All American Semiconductor, LLC.
- A check for \$160.00 to cover the filing fee, designation of the registered agent, a certified copy and certificate of status returned.

If you have any questions please feel free to contact me.

Very truly yours,



RYAN P. CASEY, Paralegal

RPC

Enclosure

cc: Jamil Nazim

cc: William R. Soderstrom

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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 TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. All American Semiconductor, LLC
(Name of Foreign Limited Liability Company)

2. Wisconsin 3. 26-0298045
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 06/05/2007 5. perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. 06/06/2007
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 16115 NW 52nd Avenue
Miami, FL 33014
(Street Address of Principal Office)

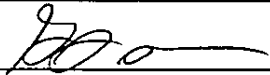
8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

Jamil Nazim
1301 Olympic Blvd.
Santa Monica, CA 90404

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: distribution



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.)

Gregory J. Ricci, Esq.

Typed or printed name of signee

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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:

All American Semiconductor, LLC

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

Gail Bolden

(Name)

16115 NW 52nd Avenue

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

Miami, FL 33014

FL

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.



(Signature)

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

United States of America
State of Wisconsin

DEPARTMENT OF FINANCIAL INSTITUTIONS
Division of Corporate & Consumer Services



To All to Whom These Presents Shall Come, Greeting:

I, RAY ALLEN, Deputy Administrator, Division of Corporate & Consumer Services, Department of Financial Institutions, do hereby certify that

ALL AMERICAN SEMICONDUCTOR, LLC

is a domestic corporation or a domestic limited liability company organized under the laws of this state and that its date of incorporation or organization is June 4, 2007.

I further certify that said corporation or limited liability company has not yet completed its initial report year and, accordingly, has not yet filed an annual report under ss. 180.1622, 180.1921, 181.1622 or 183.0120 Wis. Stats., and that said corporation or limited liability company has not filed articles of dissolution.



IN TESTIMONY WHEREOF, I have hereunto set
my hand and affixed the official seal of the
Department on June 6, 2007.

A handwritten signature in black ink, appearing to be "Ray Allen".

RAY ALLEN, Deputy Administrator
Division Of Corporate & Consumer Services
Department of Financial Institutions

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Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.

DFI/Corp/33

To validate the authenticity of this certificate

Visit this web address: <http://www.wdfi.org/apps/ccs/verify/>

Enter this code: **40351-223F00ED**