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SECRETARY OF STATE DIVISION OF CORPORATIONS

JB



#### Todd W. Parker Attorney At Law

October 16, 2007

SECRETARY OF STATE AS STATE OF CORPORATIONS OF CORPORATIONS

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

Re: S & S and Associates, LLC

Dear Sir or Madam:

Enclosed are the documents and filing fee needed to get S & S and Associates, LLC (the "Company") registered to transact business in Florida. Also enclosed is a Written Consent to Adopt Alternate Name for use in the State of Florida. The Company was organized in the State of Georgia in early 2004 by a Georgia attorney; however, the Company was unaware that it had not been authorized to transact business in Florida. As soon as the Company was made aware of this oversight, the Company has taken steps get into compliance; therefore, the Company respectfully requests that any penalties be abated.

Please return executed documents to me in the enclosed self-addressed stamped envelope. If there are any questions or if there is any additional information that you need, please do not hesitate to contact me.

Sincerely,

Todd W. Parker

#### **COVER LETTER**

TO: Registration Section

Division of Corporations		
. SUBJECT: S & S and Associates, I	LLC	
	nited Liability Company)	
The enclosed "Application by Foreign Limited Li Florida," Certificate of Existence, and check are s liability company to transact business in Florida	submitted to register the above referenced forei	
Please return all correspondence concerning this r	matter to the following:	
Todd W. Parker		
(N	ame of Person)	-
Todd W. Parker, Attorn		SECRETARY SIVISION OF CO
(Fi	irm/Company)	ET FIELD
9740 Olympia Drive		CORPORATION  9 PM 2: 07
	(Address)	RATE 2: (
Fishers, IN 46037		ONS -
(City/S	tate and Zip Code)	
For further information concerning this matter, ple	ease call:	
Todd W. Parker	at ( 317 ) 577-3055  (Area Code & Daytime Telephone Numl	_
(Name of Person)	(Area Code & Daytime Telephone Numl	oer)
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:  \$\sum{1}\$		Certificate Certified Copy

# WRITTEN CONSENT TO ADOPT ALTERNATE NAME FOR USE IN THE STATE OF FLORIDA

We, the undersigned, do hereby certify that	we are the Managers and/or Managing	
Members of S & S and Associates	, LLC	
(Name of Limited	d Liability Company)	
a limited liability company duly organized a	and existing under the laws of	
Georgia		
(State or Country of Organization)		
Because the name of this foreign limited liab	bility company does not satisfy the	
requirements of the s. 608.406, F.S., the lim	ited liability company hereby adopts the	
following name to transact business in the st	tate of Florida:	
Steve & Steve and Associates, L	_LC _	
(Name to be used by limited liability company in Florida. Company, L.L.C., or LLC.)	NOTE: Name must end with Limited Liability	
Date: October 12, 2007		
Signature(s) of Manager(s) and/or Managing	g Member(s):	Ö
Stars. The	Steven B. Cohen	VISIO
	<u> </u>	SE SE
	- PM 2:1	
	<u>*</u> 2:	OR A
		N. S.
		0,

# 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 BY INVESS IN THE STATE OF FLORIDA:

LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:
S & S and Associates, LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")
Steve & Steve and Associates, LLC
(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")
2. Georgia 3. 55-0875798
(Jurisdiction under the law of which foreign limited liability company is organized)  (FEI number, if applicable)
4. January 1, 2004 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. April 2005
(Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. Steven B. Cohen
11380 Merlin Court, Fishers, IN 46037 (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:
Steven B. Cohen, 11380 Merlin Court, Fishers, IN 46037
Steven Lemos, 1050 Hedgerose Lane, Roswell, GA 30075
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 eath of the translator must be submitted.)
11. Nature of business or purposes to be conducted or promoted in Florida: Real estate rentals.
I BOOK III
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 B. Cohen

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:	
S & S and Associated, LLC	
If name unavailable, the alternate name to be used in the state of Florida is:	
2. The name and the Florida street address of the registered agent and office are:	DIVISI
Allan B. Cohen	5月 器.
(Name)	SECRETARY OF ORIGIONS DIVISION OF CORPORATIONS 07 OCT 19 PH 2: 07
5801 Camino Dell Sol, Unit 406	2 OR A
Florida Street Address (P.O. Box NOT ACCEPTABLE)	H 2: 07
Boca Raton FL City/State/Zip	
Having been named as registered agent and to accept service of process for the above staliability company at the place designated in this certificate, I hereby accept the appointment agent and agree to act in this capacity. I further agree to comply with the provisions of acrelating to the proper and complete performance of my duties, and I am familiar with analytical obligations of my position as registered agent as provided for in Chapter 608, Florida Staliability (Signature)	ent as registered ll statutes l accept the

Filing Fee for Application \$ 25.00 Designation of Registered Agent

5.00 Certificate of Status (optional)

\$ 30.00 Certified Copy (optional)

\$ 100.00

Control No.

0430817

# STATE OF GEORGIA

### Secretary of State

Corporations Division 315 West Tower #2 Martin Luther King, Jr. Dr. Atlanta, Georgia 30334-1530

# SECRET PROPERTY OF OT OCT 19 PH 2: 07

## CERTIFICATE OF EXISTENCE

I, Karen C Handel, Secretary of State and the Corporations Commissioner of the state of Georgia, hereby certify under the seal of my office that

#### S&S AND ASSOCIATES, LLC

#### **Domestic Limited Liability Company**

was formed or was authorized to transact business on 05/24/2004 in Georgia. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



WITNESS my hand and official seal of the City of Atlanta and the State of Georgia on 27th day of September, 2007

> Karen C Handel Secretary of State

Faien Chandel

Certification Number: 1658066-1 Reference: Verify this certificate online at http://corp.sos.state.ga.us/corp/soskb/verify.asp