

M08000001617

(Requestor's Name)

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PICK-UP WAIT MAIL

(Business Entity Name)

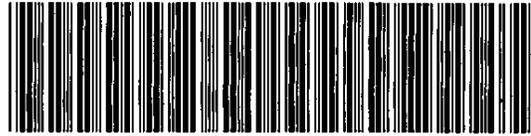
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W07000060599

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FILED
08 APR -3 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. KOHR

APR - 3 2008

EXAMINER



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 14, 2007

ILENE GOLDSTEIN BLOCK
BERRY & BLOCK, LLP
2150 RIVER PLAZA DRIVER, SUITE 415
SACRAMENTO, CA 95833

SUBJECT: MAJOR, LINDSEY & AFRICA - SOUTHEAST, LLC
Ref. Number: W07000060599

FILED
08 APR -3 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for MAJOR, LINDSEY & AFRICA - SOUTHEAST, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$4200.

The document must contain the name, title, and business address of each managing member or manager who will manage the foreign limited liability company in the state of Florida. Please insert "MGRM" in the title portion for each managing member and "MGR" in the title portion for each manager.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6984.

Deborah Bruce
Regulatory Specialist II

Letter Number: 107A00070112



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 513784 7113884

AUTHORIZATION : *[Signature]*

COST LIMIT : \$ ~~225.00~~

ORDER DATE : April 3, 2008

ORDER TIME : 11:20 AM

ORDER NO. : 513784-005

CUSTOMER NO: 7113884

NO USE FUNDS USED

FILED
08 APR -3 PM 3:16
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

FOREIGN FILINGS

NAME: MAJOR, LINDSEY & AFRICA -
SOUTHEAST, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

PLEASE NOTE - THERE IS A REJECTION ON FILE BECAUSE THE CUSTOMER MADE A MISTAKE AND PUT THE DELAWARE DATE ON LINE 6 INSTEAD OF UPON QUALIFICATION. THEY HAVE NOT STARTED BUSINESS YET IN FLORIDA. ~~THEY ARE AWARE THAT...~~

CONTACT PERSON: Doreen Wallace -- EXT# 2928

EXAMINER: _____

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Major, Lindsey & Africa - Southeast, 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:

Ilene Goldstein Block

(Name of Person)

Berry & Block, LLP

(Firm/Company)

2150 River Plaza Drive, Suite 415

(Address)

Sacramento, CA 95833

(City/State and Zip Code)

FILED
08 APR - 3 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Ilene Goldstein Block

(Name of Person)

at (916) 564-2000

(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

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. Major, Lindsey & Africa - Southeast, LLC

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "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. Delaware

(Jurisdiction under the law of which foreign limited liability company is organized)

3.

(FEI number, if applicable)

4. 05/27/2003

(Date of Organization)

5.

Perpetual

(Duration: Year limited liability company will cease to exist or "perpetual")

6. 05/27/2003

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

7. 938 B Street

San Rafael, CA 94901

(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:

938 B Street

San Rafael, CA 94901

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: Legal Recruiting

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.)

Joseph Beson, CFO

Typed or printed name of signee

FILED 08 APR - 3 PM 3:16 TALLAHASSEE, FLORIDA SECRETARY OF STATE

**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:

Major, Lindsey & Africa - Southeast, 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:

Corporation Service Company

(Name)

1201 Hays Street

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

Tallahassee

FL 32301

City/State/Zip

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.

Corporation Service Company

BY: *Doreen Waddell*
(Signature)

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

Major, Lindsey & Africa, LLC Partner and Managing Director Information

Name	Title	Business Address	Entity owning units in Major, Lindsey & Africa, LLC S-Corp/Part/Ind
Robert Major	MGRM	500 Washington St, 5th Floor San Francisco, CA 94111	RAM S-Corp 500 Washington St., 5th Floor San Francisco, CA 94111
Charles Fanning	MGRM	500 Washington St, 5th Floor San Francisco, CA 94111	Fanning S-Corp 500 Washington St., 5th Floor San Francisco, CA 94111
Jon Lindsey	MGRM	551 5th Ave, 22nd Floor New York, NY 10176	Lindsey S-Corp (FKA Major, Hagen & Africa, Inc) 551 5th Ave, 22nd Floor New York, NY 10176
Miriam Frank	MGRM	1 South Wacker Drive, Suite 1750 Chicago, IL 60606	Frank S-Corp 1402 Prairie Trail Grayslake, Ill 60030
Carter Brown	CEO MGRM	938 B Street San Rafael, CA 94901	Brown S-Corp 18 Hillcrest Rd Mill Valley, CA 94941
Melinda Wailman As of Feb 2004	MGRM	10-11 Austin Friars London EC2N 2HG UK	Individual 25 Colville Road / Ground Floor Flat London W11 2BT
Gig: Birchfield	MGRM	777 S. Figueroa Street, #4900 Los Angeles, CA 90017	Birchfield S-Corp 2324 Nottingham Ave. Los Angeles, CA 90027
Richards Gordon Effective Nov 4, 2004	MGRM	260 Franklin Street, #920 Boston, MA 02110	Richards Gordon S-Corp 53 Cypress Road Wellesley, MA 02481
Bron Brickerton Effective Nov 4, 2004	MGRM	260 Franklin Street, #920 Boston, MA 02110	Bron Alexander S-Corp 223 Slade Street Belmont, MA 02478
Robert Graff Effective as of Jan 1, 2005	MGRM	1355 Peachtree St, #1125 Atlanta, GA 30309	Graff S-Corp 4521 Firestone Dr Marietta, GA 30067
Jeffrey Lowe Effective as of Jan 1, 2005	MGRM	601 Thirteenth Street, NW, #950 South Washington DC 20005	Lowe S-Corp 2327 Lakeshire Dr Alexandria, VA 22308
Marjorie Grossberg Effective 1/1/2006	MGRM	551 5th Ave, 22nd Floor New York, NY 10176	Grossberg S-Corp 247 North Ridge St. Rye Brook, NY 10573
Natasha Ciancutti Effective 1/1/2006	MGRM	500 Washington St, 5th Floor San Francisco, CA 94111	Ciancutti S-Corp 145 Crescent Road San Anselmo, CA 94960
Karen Andersen Effective 1/1/2006	MGRM	2025 First Avenue, Suite 400 Seattle, WA 98121	Andersen S-Corp 3810 - 46th Ave. NE Seattle, WA 98105
Thomas Colberg Effective July 1, 2006	COO MGRM	1 South Wacker Drive, Suite 1750 Chicago, IL 60606	Colberg S-Corp 353 STERLING RD. KENILWORTH, IL 60043
Thomas Duvall Effective July 1, 2006	MGRM	500 Washington St, 5th Floor San Francisco, CA 94111	Duvall S-Corp 1871 RICE WAY WALNUT CREEK, CA 94595
Laurie Caplane Effective July 1, 2006	MGRM	551 5th Ave, 22nd Floor New York, NY 10176	Caplane S-Corp ONE SUMMER ST. FOREST HILLS, NY 11375
Lynnesy McCall Effective Jan 1, 2007	MGRM	10-11 Austin Friars London EC2N 2HG UK	Individual 39 Palmerston Road Wimbledon London, England SW19 1PG
Sheri Michaels Effective Jan 1, 2007	MGRM	551 5th Ave, 22nd Floor New York, NY 10176	Individual 3 Old Quarry Road Englewood, NJ 07631
Judy Allen Effective Jan 1, 2007	MGRM	938 B Street San Rafael, CA 94901	Individual 10 Knoll Road San Anselmo, CA 94960

Most ownership units in MLA are held by a SubS Corp. which is 100% owned by the ultimate owner shown.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 14, 2007

ILENE GOLDSTEIN BLOCK
BERRY & BLOCK, LLP
2150 RIVER PLAZA DRIVER, SUITE 415
SACRAMENTO, CA 95833

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Deborah Bruce
Regulatory Specialist II

Letter Number: 107A00070112

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MAJOR, LINDSEY & AFRICA - SOUTHEAST, 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-EIGHTH DAY OF NOVEMBER, A.D. 2007.



3662858 8300

071245008

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6189538

DATE: 11-28-07