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APR - 8 2008

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**FILED**  
2008 APR -7 A 11:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Adams-Gabbert & Associates, 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:

JENIKA R. COOK  
(Name of Person)

MARINER WEALTH ADVISORS, LLC  
(Firm/Company)

7400 COLLEGE BLVD #205  
(Address)

OVERLAND PARK, KS 66210  
(City/State and Zip Code)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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For further information concerning this matter, please call:

Kara Stocklein at (816) 347 0077  
(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

**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. Adams-Gabbert & Associates, 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. Missouri 3. 26-1487656  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. November 28, 2007 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

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

7. 400 SW Longview Blvd., Suite 200, Lee's Summit, MO 64081  
(Street Address of Principal Office)

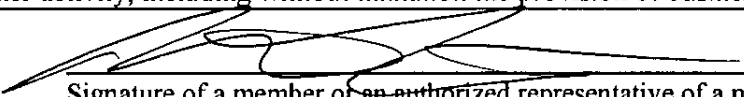
8. If limited liability company is a manager-managed company, check here ☒

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

Martin C. Bicknell, 7400 College Blvd., Suite 205, Overland Park, KS 66210

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: The transaction of any lawful business or other activity, including without limitation the provision of business consulting services.

  
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.)

Martin C. Bicknell

Typed or printed name of signee

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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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:

Adams-Gabbert & Associates, 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:

C T Corporation System		
(Name)		
1200 South Pine Island Road		
Florida Street Address (P.O. Box <b>NOT</b> ACCEPTABLE)		
Plantation	FL	33324
City/State/Zip		

2008 APR - 7 A 11: 06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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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.*

C T Corporation System

By: 

(Signature)

Jonathan L. Miles, Asst. Secretary

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



LC0858094

**CERTIFICATE OF CORPORATE RECORDS**

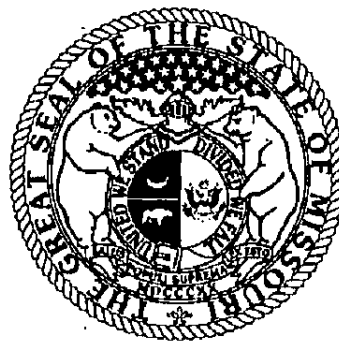
**ADAMS-GABBERT & ASSOCIATES, LLC**

I, ROBIN CARNAHAN, Secretary of the State of the State of Missouri and Keeper of the Great Seal thereof, do hereby certify that the annexed pages contain a full, true and complete copy of the original documents on file and of record in this office for which certification has been requested.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 20th day of February, 2008

*Robin Carnahan*

Secretary of State





**State of Missouri**  
Robin Carnahan, Secretary of State

Corporations Division  
P.O. Box 778 / 600 W. Main Street, Rm 322  
Jefferson City, MO 65104

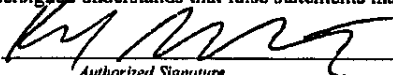
File Number:  
**LC0858094**  
Date Filed: 01/10/2008  
Robin Carnahan  
Secretary of State

**Amendment of Articles of Organization**  
(Submit with filing fee of \$25)

1. The current name of the limited liability company is:  
BFHC Acquisition Company, LLC
2. The effective date of this document is the date it is filed by the Secretary of State of Missouri, unless a future date is indicated, as follows:  
N/A  
(Date may not be more than 90 days after the filing date in this Office)
3. State date of occurrence that required this amendment: January 8, 2008  
Month/Day/Year
4. The articles of organization are hereby amended as follows:  
The name of the limited liability company shall be changed from "BFHC Acquisition Company, LLC" to "Adams-Gabbert & Associates, LLC"
5. (Check if applicable) This amendment is required to be filed because:  
☐ management of the limited liability company is vested in one or more managers where management had not been so previously vested.  
☐ management of the limited liability company is no longer vested in one or more managers where management was previously so vested.  
☒ a change in the name of the limited liability company.  
☐ a change in the time set forth in the articles of organization for the limited liability company to dissolve.
6. This amendment is (check either or both):  
☒ authorized under the operating agreement  
☒ required to be filed under the provisions of RSMo Chapter 347

In affirmation thereof, the facts stated above are true:

(The undersigned understands that false statements made in this filing are subject to the penalties provided under Section 575.040, RSMo)

  
Authorized Signature

Kirk Lambright  
Printed Name

January 8, 2008  
Date

Authorized Signature

Printed Name

Date

Authorized Signature

Printed Name

Date

Name and address to return filed document:

Name: David Haydon

Address: 1301 Oak Street, Suite 500

City, State, and Zip Code: Kansas City, MO 64108

State of Missouri  
Amend/Restate - LLC/LP/LLP/LLLP 1 Page(s)



T0801001115

# State of Missouri



Robin Carnahan  
Secretary of State

## AMENDED ARTICLES OF ORGANIZATION

WHEREAS,

*Adams-Gabbert & Associates, LLC*  
*LC0858094*

Formerly,

*BFHC Acquisition Company, LLC*

filed its amended Articles of Organization with this office and WHEREAS that filing was found to conform to the Missouri Limited Liability Company Act;

NOW, THEREFORE, I, ROBIN CARNAHAN, Secretary of State of Missouri, by virtue of authority vested in me by law do hereby certify and declare that the above entity's Articles of Organization are amended.

IN TESTIMONY WHEREOF, I hereunto  
set my hand and cause to be affixed the  
GREAT SEAL of the State of Missouri.  
Done at the City of Jefferson, this  
10th day of January, 2008.

*Robin Carnahan*

Secretary of State

