

W080000002375

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(Address)

(Address)

(City/State/Zip/Phone #)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 MAY 20 AM 11:00

W08-20336
APR 22 2008

J. BRYAN

MAY 21 2008

EXAMINER



CAPITOL BANCORP
LIMITED

Capitol Bancorp Center
200 Washington Square North
Lansing, MI 48933
tel: 517.487.6555
fax: 517.374.2576
www.capitolbancorp.com

April 17, 2008

FILED STATE
SECRETARY OF CORPORATIONS
08 APR 20 AM 11:00

State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Application by Foreign Limited Liability Company for Authorization to Transact
Business in the State of Florida

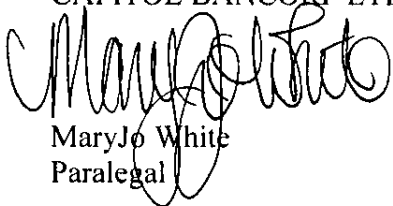
Dear Sir/Madam:

Enclosed please find our application to transact business within the state of Florida as a foreign limited liability company for Ft. Myers Holdings, LLC, a Michigan limited liability company. In addition to our application, I have included an original certificate of good standing from the State of Michigan and the filing fee of \$130.00.

Please return your letter of acknowledgement and certificate of status in the self addressed stamped envelope provided. Should you have any questions, do not hesitate to contact me (517)316-0156.

Regards,

CAPITOL BANCORP LTD.


MaryJo White
Paralegal

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Ft. Myers Holdings, 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:

Joseph A. King
(Name of Person)

Capitol Bancorp Ltd.
(Firm/Company)

200 N. Washington Square, Ste. 320
(Address)

Lansing, Michigan 48933
(City/State and Zip Code)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 MAY 20 AM 11:00

For further information concerning this matter, please call:

Joseph A. King at (517) 316-9716
(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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 22, 2008

MARY JO WHITE, PARALEGAL
CAPITOL BANCORP LIMITED
200 WASHINGTON SQUARE NORTH
LANSING, MI 48933

SUBJECT: FT. MYERS HOLDINGS, LLC
Ref. Number: W08000020336

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 MAY 20 AM 11:00

We have received your document for FT. MYERS HOLDINGS, LLC and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of your limited liability company is not available in the state of Florida since it is the same as, or it is not distinguishable from the name of an existing entity on our records. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a foreign limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations. Therefore, the limited liability company must select an alternate name for use in the state of Florida. Also, please note that adding "of Florida" or "Florida" to the end of the name is not acceptable.

Please insert the alternate name in the space provided on the application form. You must also attach a copy of the written consent of the managers or managing members adopting the alternate name for Florida. For your convenience, we are enclosing a fill-in-the-blank form for you to complete and return to our office for processing.

The alternate name must end with the words "Limited Liability Company," the abbreviation "L.L.C.," or the designation "LLC." The word "Limited" may be abbreviated as "Ltd." and the word "Company" may be abbreviated as "Co." The following suffixes are no longer acceptable limited liability company suffixes in Florida: "Limited Company," "L.C.," and "LC."

The document number of the name conflict is #L07000126795, FT. MYERS HOLDINGS, LLC.

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) 245-6043.

Joey Bryan
Regulatory Specialist II

Letter Number: 808A00024160

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 MAY 20 AM 11:00



CAPITOL BANCORP
LIMITED

Capitol Bancorp Center
200 Washington Square North
Lansing, MI 48933
tel: 517.487.6555
fax: 517.374.2576
www.capitolbancorp.com

May 14, 2008

Mr Joey Bryan
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Ft. Myers Holdings, LLC
Ref. Number W08000020336
Letter Number 808A00024160

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DIVISION OF CORPORATIONS
08 MAY 20 AM 11:00

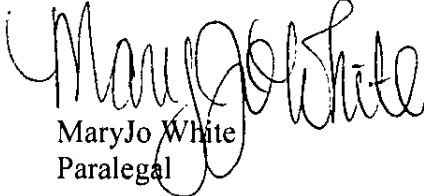
Mr. Bryan:

Per your letter dated April 22, 2008, I am sending the Written Consent to Adopt Alternate Name for Use in the State of Florida for Ft. Myers Holdings, LLC, a Michigan limited liability company. Please return the approval to conduct business in the state Florida as a foreign limited liability company in the enclosed self-addressed stamped envelope.

Please let me know if you have any questions (517) 316-0156

Regards,

CAPITOL BANCORP LTD.


MaryJo White
Paralegal

enclosure

**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 Ft. Myers Holdings, LLC
(Name of Limited Liability Company)

a limited liability company duly organized and existing under the laws of

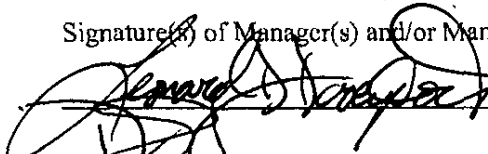
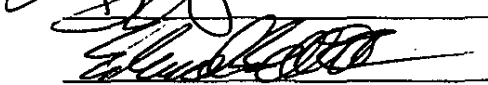
Michigan
(State or Country of Organization)

Because the name of this foreign limited liability company does not satisfy the
requirements of the s. 608.406, F.S., the limited liability company hereby adopts the
following name to transact business in the state of Florida:

Cornerstone Commerce Holdings, LLC
(Name to be used by limited liability company in Florida. NOTE: Name must end with Limited Liability
Company, L.L.C., or L.L.C.)

Date: 4-29-2008

Signature(s) of Manager(s) and/or Managing Member(s):

Leonard Davenport
David Paventi
Edward Bell, III

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 MAY 20 AM 11:00

**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 TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. **Ft. Myers Holdings, LLC**

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

Cornerstone Commerce Holdings, 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. **Michigan**

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

3. **61-1559675**

(FEI number, if applicable)

4. **April 9, 2008**

(Date of Organization)

5. **Perpetual**

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

6. **May 2008**

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

7. **12800 University Drive, Ste. 200 Ft. Myers, FL 33907**

(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:

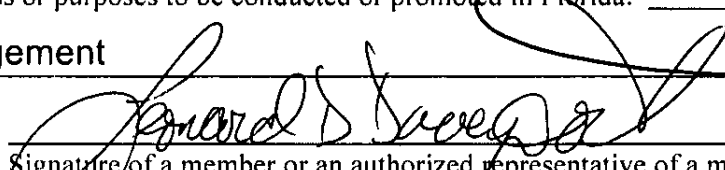
Edward Bell, III-12800 University Drive, Ste. 200 Ft. Myers, FL 33907

Leonard Davenport-9300 Harris Corners Parkway, Ste. 410 Charlotte, NC 28269

David Paventi-9300 Harris Corners Parkway, Ste. 410 Charlotte, NC 28269

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 planning and
wealth management


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.)

Leonard D. Davenport, Manager

Typed or printed name of signee

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 MAY 20 AM 11:00

**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:

Ft. Myers Holdings, 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:

Edward Bell, III

(Name)

12800 University Drive, Ste. 200 Fort Myers, FL 33907

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

FL

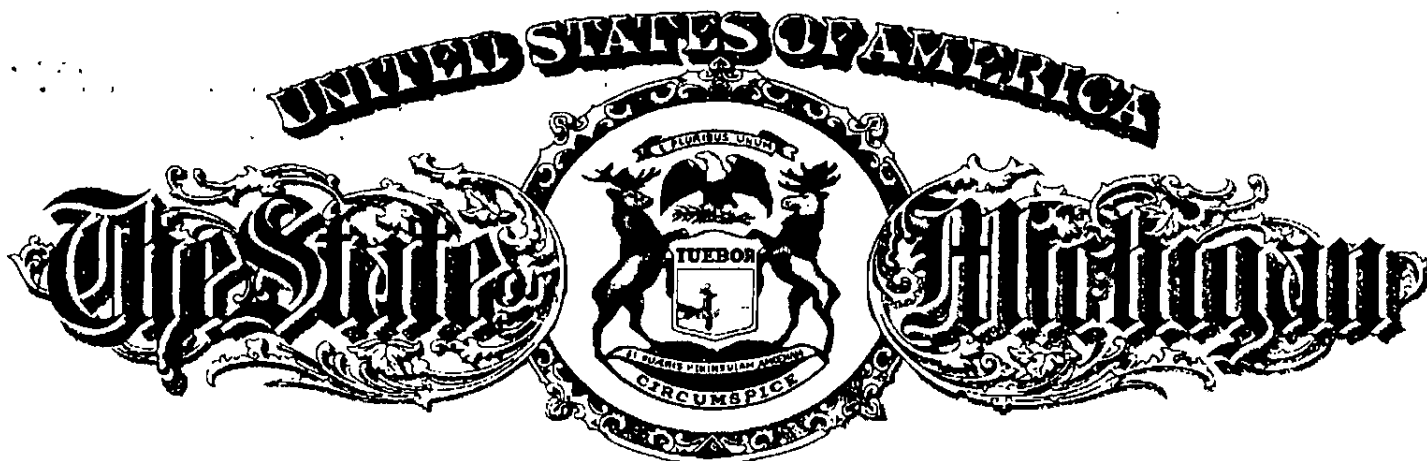
City/State/Zip

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.


(Signature)

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 MAY 20 AM 11:00



Michigan Department of Labor & Economic Growth

Lansing, Michigan

This is to Certify That

FT. MYERS HOLDINGS, LLC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 MAY 20 AM 11:00

was validly organized on April 9, 2008 as a Limited Liability Company. Said Limited Liability Company is validly in existence under the laws of this state and has satisfied its annual filing obligations.

This certificate is issued pursuant to the provisions of 1993 PA 23, as amended, to attest to the fact that the company is in good standing in Michigan as of this date.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand,
in the City of Lansing, this 10th day of April, 2008

Bureau of Commercial Services

, Director