

M08000004523

(Requestor's Name)

(Address)

(Address)

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(Business Entity Name)

(Document Number)

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200136328702

09/29/08--01002--004 **2443.75

RECEIVED

08 SEP 26 PM 3:04

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED

08 SEP 26 PM 2:15

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

B. KOHR

OCT - 8 2008

EXAMINER

CORPDIRECT AGENTS, INC. (formerly CCRS)
515 EAST PARK AVENUE
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: ASHLEY SMITH

DATE: 09-26-2008

REF. #: 000171.93794

CORP. NAME: FLORIDA INCOME GROUP, LLC

FILED
08 SEP 26 PM 2:35
TALLAHASSEE, FLORIDA

- | | | |
|---|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input checked="" type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | | |
| <input type="checkbox"/> OTHER: | | |

STATE FEES PREPAID WITH CHECK# 1112 FOR \$ 2,443.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 29, 2008

ASHLEY SMITH
CORPDIRECT AGENTS
TALLAHASSEE, FL

SUBJECT: FLORIDA INCOME GROUP, LLC
Ref. Number: W08000044833

FILED
08 SEP 26 PM 2:35
TALLAHASSEE, FLORIDA

We have received your document for FLORIDA INCOME GROUP, LLC and your check(s) totaling \$2443.75. However, the document has not been filed and is being retained in this office for the following:

Please note that we have RETAINED your \$2,443.75 payment.

We need to ask you to send us a letter with a little more detail about what the company was doing in Florida, and what possible confusion there may have been about its being required to register with the Division of Corporations in 2004.,

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) 245-6914.

Buck Kohr
Regulatory Specialist II

Letter Number: 408A00051866



Dean, Mead, Egerton, Bloodworth, Capouano & Bozarth, P.A.

800 North Magnolia Avenue, Suite 1500
P.O. Box 2346 (ZIP 32802-2346)
Orlando, Florida 32803

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www.deanmead.com

Attorneys and Counselors at Law

Orlando
Fort Pierce
Viera

MARY F. FENDLE

407-428-5119
mfendle@deanmead.com

September 25, 2008

Florida Department of State
Division of Corporations
Attention: Foreign Limited Liability Section
2661 Executive Center Circle
Tallahassee, Florida 32301

FILED
08 SEP 26 PM 2:35
TALLAHASSEE, FLORIDA

Re: Application by a Foreign Limited Liability Company for Authorization to Transact Business in Florida for Florida Income Group, LLC, a Nevis, West Indies limited liability company

Gentlemen:

Enclosed for filing is an *Application by a Foreign Limited Liability Company for Authorization to Transact Business in Florida* for Florida Income Group, LLC, a Nevis, West Indies limited liability company, which commenced doing business in Florida in 2004. Florida Income Group, LLC has transacted business in Florida since 2004 by holding title to Florida real estate.

Also enclosed is a check for \$2,443.75 which represents payment of \$2,000.00 in penalties (based on an annual minimum penalty of \$500.00 per year) and payment of \$443.75 in qualification fees and the annual filing fees for each year or part thereof during which Florida Income Group, LLC transacted business in Florida without a certificate of authority. Please let me know if additional penalties are due.

Sincerely,

Mary F. Fendle, Paralegal

:mf

Enclosures

cc: Kathryn Gouda
Christopher R. D'Amico, Esq.

00447541v1



01169

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Orlando
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Viera

CHRISTOPHER R. D'AMICO
407-428-5122
cdamico@deanmead.com

October 7, 2008

Buck Kohr
Florida Department of State
Division of Corporations
Attn: Foreign Limited Liability Section
2661 Executive Center Circle
Tallahassee, Florida 32301

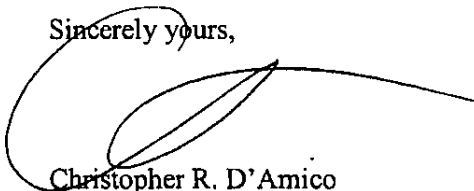
Re: Florida Income Group, LLC
Ref. No. W08000044833

Dear Mr. Kohr:

We received your request for a letter with more detail regarding the activities of Florida Income Group, LLC (the "**Company**") in the State of Florida and the confusion regarding the requirement to register with the Division of Corporations in 2004. Florida Income Group, LLC acquired title to Florida real property in 2004. Pursuant to Section 607.1501(2)(m), Florida Statutes, activities that do not constitute transacting business within the State of Florida, include, "owning, without more, real or personal property." On advice of counsel, Florida Income Group, LLC was told that it was exempt from registration because it did not do "more" than hold title to real property in the State of Florida. In an internal audit of the Company's activities, the Company sought a second opinion from separate legal counsel regarding whether the Company was required to be qualified in the State of Florida. The Company was informed that, because the Company had collected rental income on the property it had acquired, such activities constituted "more" than just owning real property, and therefore the Company was advised that it needed to obtain a Certificate of Authority from the Department of State to transact business in the State of Florida.

If you have any questions concerning our response to your request for additional information, please do not hesitate to contact me at 407-428-5122.

Sincerely yours,



Christopher R. D'Amico

CRD:naw

00448302v1

FILED
08 SEP 26 PM 2:35
TALLAHASSEE, FLORIDA

**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 TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:

1. **Florida Income Group, 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. **Nevis, West Indies**

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

3. **20-2874151**

(FEI number, if applicable)

4. **October 6, 2004**

(Date of Organization)

5. **perpetual**

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

6. **10/06/2004**

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

7. **110 Osceola Court**

Winter Park, FL 32789

(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:

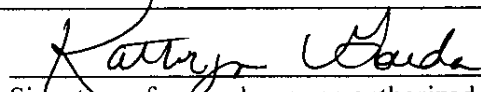
Kathryn Gouda

110 Osceola Court

Winter Park, FL 32789

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: **to conduct and transact**
any and all lawful business authorized or not prohibited by Chapter 608 of the Florida Statutes


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.)

Kathryn Gouda

Typed or printed name of signee

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08 SEP 26 PM 2:35
TALLAHASSEE, FLORIDA

**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:

Florida Income Group, 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:

Kathryn Gouda

(Name)

110 Osceola Court

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

Winter Park, FL 32789

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.

Kathryn Gouda
(Signature)

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

**ISLAND OF NEVIS
OFFICE OF THE REGISTRAR OF COMPANIES**

CERTIFICATE OF GOOD STANDING

I HEREBY CERTIFY that

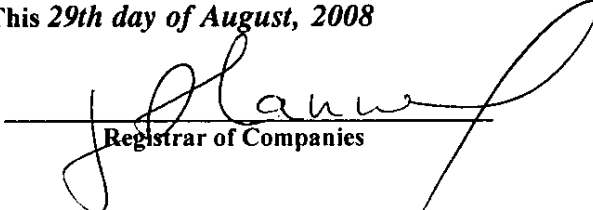
Florida Income Group, LLC

was duly formed and existence commenced under the provisions of the Nevis Limited Liability Company Ordinance 1995, as amended, on

5th October, 2004

I FURTHER CERTIFY that according to the records of this office the said company is in Good Standing and has legal existence as of the date below shown.

**Given under my Hand & Seal at Charlestown
This 29th day of August, 2008**



Registrar of Companies

fs9pRuTW

No. L 6556

