

No 8000004734

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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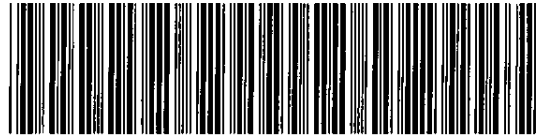
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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DIVISION OF CORPORATIONS
08 OCT 24 AM 11:12

J. BRYAN
OCT 27 2008
EXAMINER

Karl E. Hausafus
Associate General Counsel
Email: karl.hausafus@cginvestors.com
Direct Dial: (503) 445-0662



October 15, 2008

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

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Re: Compass Global Investors LLC – Application by Foreign LLC

To Whom It May Concern:

Enclosed, please find Compass Global Investors LLC's Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida. In addition, please also find: (1) a Cover Letter; (2) a Certificate of Designation of Registered Agent/Registered Office; (3) a check payable to the Florida Department of State for \$125 to cover the Application and the designation of a registered agent; and (4) an original Certificate of Good Standing issued by the Delaware Secretary of State. Upon accepting the Application, please direct the letter of acknowledgment to me at the address listed on the Cover Letter.

Thank you in advance for your time. Please feel free to call or email should you have any questions or require anything further.

Respectfully,

A handwritten signature in black ink, appearing to read 'Karl E. Hausafus', written over a horizontal line.

Karl E. Hausafus
Associate General Counsel and
Chief Compliance Officer

Enclosures

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: COMPASS GLOBAL INVESTORS 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:

Karl Hausafus

(Name of Person)

Compass Global Investors LLC

(Firm/Company)

1125 NW Couch Street, Suite 840

(Address)

Portland, OR 97209

(City/State and Zip Code)

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For further information concerning this matter, please call:

Karl Hausafus

(Name of Person)

at (503) 241-7058

(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. **Compass Global Investors 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. **9/11/2008**

(Date of Organization)

5. **Perpetual**

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

6. _____

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

7. **201 S. Biscayne Blvd., 28th Floor**

Miami, FL 33131

(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:

Compass Holdings, LLC (Sole Member)

201 S. Biscayne Blvd., 28th Floor

Miami, FL 33131

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: _____

Consultant

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 K. Meyer, CEO of Compass Holdings, LLC the Sole Member

Typed or printed name of signee

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DIVISION OF CORPORATIONS
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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:

Compass Global Investors 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:

Joseph K. Meyer

(Name)

201 S. Biscayne Blvd., 28th Floor

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

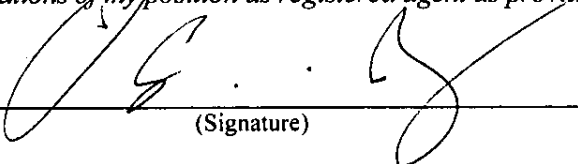
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FL

City/State/Zip

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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.


(Signature)

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

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COMPASS GLOBAL INVESTORS 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 FIRST DAY OF OCTOBER, A.D. 2008.

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08 OCT 24 AM 11:13



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

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 6886355

DATE: 10-01-08