

1708000050/3

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(Address)

(Address)

(City/State/Zip/Phone #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BRUCE

NOV 13 2008

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Chesnut & Cape Capital Partners, 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:

James C. Naleid

(Name of Person)

Chesnut & Cape Capital Partners, LLC

(Firm/Company)

P.O. Box 189

(Address)

La Crosse, WI 54602-0189

(City/State and Zip Code)

For further information concerning this matter, please call:

James C. Naleid

(Name of Person)

at (608) 779-9091

(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

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TALLAHASSEE, FLORIDA



JOHNS, FLAHERTY & COLLINS, SC

Good neighbors. Great lawyers.

November 10, 2008

VIA FEDERAL EXPRESS

600 Exchange Building
205 5th Avenue South
P.O. Box 1626
La Crosse, WI 54602-1626

Phone: 608-784-5678

Fax: 608-784-0557
Prairie du Chien
Phone: 608-326-2475
E-mail:
general@johnsflaherty.com
Web: www.johnsflaherty.com

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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TALLAHASSEE, FLORIDA

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Missouri Bar,
Kansas Bar &
Bar of the
Commonwealth
of the Northern
Mariana Islands

**** Fluent in Spanish

RE: Chesnut & Cape Capital Partners, LLC
Ref. Number: W08000047207

Dear Sir or Madam:

I am enclosing with this correspondence the letter sent to Mr. James Naleid dated October 14, 2008, which indicates that a certificate of good standing must be submitted in order to process Chesnut & Cape Capital Partners, LLC's request to register a foreign limited liability company to transact business in Florida. Also enclosed is the original certificate of good standing dated November 3, 2008, which we have now obtained from the State of Delaware.

It is my understanding that the balance of the forms needed to file this matter have been retained in your office along with our check in the amount of \$130.

I would ask that you now please process this matter at your very earliest convenience. If there is anything further required, I would ask that you contact our office directly at 608-784-5678.

Thank you for your attention to this matter.

Sincerely yours,

JOHNS, FLAHERTY & COLLINS, S.C.

Jodeen L. Swinghamer

Jodeen L. Swinghamer

Paralegal

e-mail: jodeen@johnsflaherty.com

Enclosures

cc: James Naleid



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 14, 2008

JAMES C. NALEID
P.O. BOX 189
LA CROSSE, WI 54602-0189

SUBJECT: CHESNUT & CAPE CAPITAL PARTNERS, LLC
Ref. Number: W08000047207

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for CHESNUT & CAPE CAPITAL PARTNERS, LLC and your check(s) totaling \$130.00. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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: 508A00053655

**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. **Chesnut & Cape Capital Partners, 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. **20-8852576**

(FEI number, if applicable)

4. **July 15, 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. **Chesnut & Cape Capital Partners, LLC**

252 West Marion Ave., Punta Gorda, FL 33950

(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:

Ed Getzen, Managing Director, 252 West Marion Ave., Punta Gorda, FL 33950

James Naleid, Managing Partner, P.O. Box 189, La Crosse, WI 54602-0189

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: **Real estate brokerage firm**



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.)

David W. Ring

Typed or printed name of signee

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SECRETARY OF STATE
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:

Chesnut & Cape Capital Partners, 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:

Ed Getzen

(Name)

252 West Marion Ave.

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

Punta Gorda, FL 33950

FL

City/State/Zip

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TALLAHASSEE, FLORIDA

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

PAGE 1

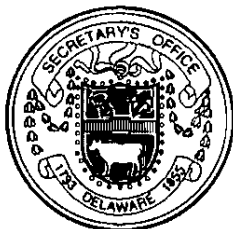
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CHESNUT & CAPE CAPITAL PARTNERS, 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 THIRD DAY OF NOVEMBER, A.D. 2008.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4348182 8300

081084087



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

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6945363

DATE: 11-03-08