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C. LEWIS

DEC 31 2008

EXAMINER

COVER LETTER

Registration Section
Division of Corporations

TO:

SUBJECT: Merit Asset Management, L.	L.C.
	ed Liability Company)
	ility Company for Authorization to Transact Business in mitted to register the above referenced foreign limited
Please return all correspondence concerning this ma	tter to the following:
Nevin J. Zimmerman	
(Nam	ne of Person)
Nevin J. Zimmerman, P.A.	
(Firm	n/Company)
475 Harrison Avenue, Suite	100
	Address)
Panama City, FL 32401	
(City/Stat	e and Zip Code)
For further information concerning this matter, pleas	se call:
Nevin J. Zimmerman	at (850) 215-6604
(Name of Person)	(Area Code & Daytime Telephone Number)
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: \$\sum{2}\$125.00 Filing Fee \$\sum{2}\$\$ \$\s	\$155.00 Filing Fee & \$\Bigsquare\$\$160.00 Filing Fee, Certificate tatus Certified Copy of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE Division of Corporations

December 22, 2008

NEVIN J. ZIMMERMAN, P.A. 475 HARRISON AVE. SUITE 100 PANAMA CITY, FL 32401

SUBJECT: MERIT ASSET MANAGEMENT, L.L.C.

Ref. Number: W08000056372

We have received your document for MERIT ASSET MANAGEMENT, L.L.C. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the name, title, and business address of each managing member or manager who will manage the foreign limited liability company in the state of Florida. Please insert "MGRM" in the title portion for each managing member and "MGR" in the title portion for each manager.

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) 245-6047.

Carolyn Lewis
Regulatory Specialist II

Letter Number: 308A00061259

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: Merit Asset Management, L.L.C. (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 Nebraska 26-3576160 (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) 4 09-30-08 perpetual (Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual") n/a (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability) 3608 S. 74th Street Omaha, Nebraska 68124 (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: MGRM Edward E. Wilczewski 3608 S. 74th Street Omaha, Nebraska 68124 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: any lawful purpose dural & Wilcombi 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.)

Typed or printed name of signee

Edward E. Wilczewski

FILED

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

2000 DEC 29 AM 8: 13

SECRETARY OF STATE
TALLAHASSES, FLORIES

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	of the Limited Liability Company is:
Merit Asse	t Management, L.L.C.
If name unava	ilable, the alternate name to be used in the state of Florida is:
2. The name a	and the Florida street address of the registered agent and office are:
	Nevin J. Zimmerman
•	(Name)
	475 Harrison Avenue, Suite 100
	Florida Street Address (P.O. Box NOT ACCEPTABLE)
	Panama City, FL 32401 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)

STATE OF



NEBRASKA

United States of America, State of Nebraska

SS.

Department of State Lincoln, Nebraska

I, John A. Gale, Secretary of State of Nebraska do hereby certify;

MERIT ASSET MANAGEMENT, L.L.C.

with its registered office located in OMAHA, Nebraska, filed Articles of Organization in this office on October 21, 2008.

I further certify that said limited liability company is in existence as of this date.

In Testimony Whereof,

I have hereunto set my hand and affixed the Great Seal of the State of Nebraska on December 2, 2008.

SECRETARY OF STATE



This certificate is not to be construed as an endorsement, recommendation, or notice of approval of the entity's financial condition or business activities and practices.