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B. KOHR
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EXAMINER



FLORIDA DEPARTMENT OF STATE Division of Corporations

March 12, 2009

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i va Siff. CASEY SMITH WISER WEALTH MANAGEMENT, INC. 127 CHURCH STREET, SUITE 360 MARIETTA, GA 30060

SUBJECT: SEABREEZE MANAGEMENT, LLC

Ref. Number: W09000011766

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

Please note that we have RETAINED YOUR \$125.00 payment.

In additition to the application, you must please submit a CERTIFICATE OF EXISTENCE from the Georgia Secretary of State. The Certificate must be dated within the past 90 days.

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."

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

F6676 TOMORES

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr Regulatory Specialist II

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Letter Number: 109A00008495

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ATTORNEY AT LAW

To:

Mr. Buck Kohr

Fax:

850-245-6052

From: Doug Shaddix

Date: March 23, 2009

Re:

Seabreeze Florida Management, LLC, a GA LLC

Application by Foreign LLC for Authorization to Transact

Business in Florida

Pages: 6, including this cover page

Mr. Kohr:

I appreciate your assistance by telephone regarding our conversion of a GA corporation to an LLC and the related changes in Florida to our Registered Foreign entity status.

Attached are the documents you requested along with the changes that you directed.

If you have any questions or problems, I can be reached at 770-218-5747.

Thank you very much.

Doug Ghaddix

Wealth Preservation Solutions, 1.1.C. 3600 Dallas Highway, Quite 230-215, Marietta, Écorgia 30064 Office: 770-218-5747, Fas: 770-218-3003 www.AssetShields.com

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Seabreeze Management, 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:

Casey Smith	
	(Name of Person)
Wiser Wealth	Management, Inc.
	(Firm/Company)
127 Church S	Street, Suite 360
***************************************	(Address)
Marietta, GA	30060
	(City/State and Zip Code) ~
	. ,
urther information concern Casey Smith	. ,
·	ing this matter, please call: at (678) 905-4450
Casey Smith (Name of	ing this matter, please call: at (678) 905-4450 Person) (Area Code & Daytime Telephone Number) STREET ADDRESS:
Casey Smith (Name of MAILING ADDRESS: Division of Corporations	ing this matter, please call: at (678) 905-4450 Person) (Area Code & Daytime Telephone Number) STREET ADDRESS: Division of Corporations
(Name of MAILING ADDRESS:	ing this matter, please call: at (678) 905-4450 Person) (Area Code & Daytime Telephone Number) STREET ADDRESS:

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

Limited Manual Company (Control of the Control of t
, Seabreeze Management, LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")
SEABREEZE FLORIDA MANAGEMENT LLC
(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the wri consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company." "L.L.C.," "LLC.")
Georgia 3
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. January 30, 2009 (Date of Organization) 5. perpetual (Duration: Year limited liability company will cease to exist or "perpetual")
6. Previously as Seabreeze Management, Inc. until conversion to LLC in 1/09
(Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. 1010 Cascade Run Court
Suwanee, GA 30024 (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:
Nancy M. Christie, 1010 Cascade Run Court, Suwanee, GA 30024
10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of record 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 hold and rent real property.
Nancy M Christie, Joustee
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

Doug Shaddix, Attorney at Law

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.

Title to did to be title . The new years for

1. The name of the Limited Liability Company is:	
Seabreeze Management, LLC	
If name unavailable, the alternate name to be used in the state of Florida i	s:
2. The name and the Florida street address of the registered agent and off	fice are:
Bradley J. Rehnstrom	_
(Name)	· ·
17749 43RD ROAD NORTH	
Florida Street Address (P.O. Box NOT ACCEPTABLE)	•
LOXAHATCHEE, FL 33470 FL	
City/State/Zip	1

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)

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 SEABREEZE MANAGEMENT, LLC (Name of Limited Liability Company)
(Name of Limited Liability Company)
a limited liability company duly organized and existing under the laws of
GEORBIA
(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:
SEABREEZE FLORIDA MANAGEMENT, LLC.
(Name to be used by limited liability company in Florida. NOTE: Name must end with Limited Liability Company, L.L.C., or LLC.)
Date: March 23, 2009
Signature(s) of Manager(s) and/or Managing Member(s):
Louis Shaddix
as attorney - in - fact
on behalf of
Jealrege Florida
Managements LLC

Control No. 09010660

STATE OF GEORGIA

Secretary of State

Corporations Division 315 West Tower #2 Martin Luther King, Jr. Dr. Atlanta, Georgia 30334-1530

CERTIFICATE OF **EXISTENCE**

I, Karen C Handel, Secretary of State and the Corporations Commissioner of the state of Georgia, hereby certify under the seal of my office that

SEABREEZE MANAGEMENT,LLC

Domestic Limited Liability Company

was formed or was authorized to transact business on 02/12/2009 in Georgia. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this



WITNESS my hand and official seal of the City of Atlanta and the State of Georgia on 25th day of March, 2009

> Karen C Handel Secretary of State

faun C. Handel

Certification Number: 3952795-1 Reference: Verify this certificate online at http://corp.sos.state.ga.us/corp/soskb/verify.usp