

MO9000001405

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

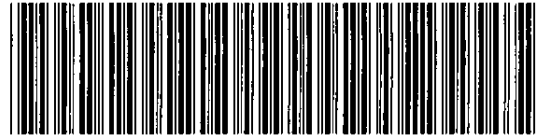
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100145388201

03/16/09--01001--008 **125.00

RECEIVED
09 MAR 13 PM 3:19
STATE
TALLAHASSEE, FLORIDA

B. KOHR
APR 14 2009
EXAMINER

FILED
09 MAR 13 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: MEDLEY TRUCK, 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:

Martin Hayes, Esq.
(Name of Person)

Akerman Senterfitt, P.A.
(Firm/Company)

106 E. College Avenue, Suite 1200
(Address)

Tallahassee, Florida 32301
(City/State and Zip Code)

FILED
09 MAR 13 PM 3:15
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Martin Hayes, Esq. at (850) 425-1647
(Name of Person) (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



Denver
Fort Lauderdale
Jacksonville
Los Angeles
Madison
Miami
New York
Orlando
Tallahassee
Tampa
Tysons Corner
Washington, DC
West Palm Beach

Suite 1200
106 East College Avenue
Tallahassee, FL 32301

www.akerman.com

850 224 9634 tel 850 222 0103 fax

March 13, 2009

VIA HAND DELIVERY

Registration Section
Florida Department of State
Division of Corporation
2661 Executive Center Circle West
Tallahassee, FL 32301

Re: Medley Truck, LLC

To Whom it May Concern:

Attached please find the original and one copy of the documents required to file on behalf of Medley Truck, LLC as a foreign limited liability company to transact business in the State of Florida, as well as a check in the amount of \$125.00. Please file stamp the copy for our records as well as issue a letter of acknowledgment (free) upon registration.

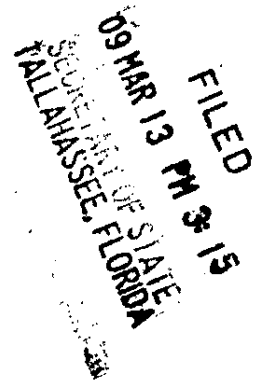
If anything further is needed please do not hesitate contacting me at the above referenced number.

Sincerely,

AKERMAN SENTERFITT

Lisa M. Shelnut
Legal Administrative Assistant to
J. Martin Hayes

Enclosures





FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 16, 2009

LISA M. SHELNUT
AKERMAN SENTERFITT
106 EAST COLLEGE AVE., SUITE 1200
TALLAHASSEE, FL 32301

SUBJECT: MEDLEY TRUCK, LLC
Ref. Number: W09000012025

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
APR 14 2009 PM 1:49
NOT RECORDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING
FILED
09 MAR 13 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for MEDLEY TRUCK, 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.

We realize that this entity was just recently formed in Delaware, but we do not accept a certified copy of a formation document. What we require is a GOOD STANDING CERTIFICATE that states the company was formed in Delaware and continues in active existence.

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.

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

Buck Kohr
Regulatory Specialist II

Letter Number: 109A00008790

FILED
09 MAR 13 AM 8:15
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS



Denver
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West Palm Beach

Suite 1200
106 East College Avenue
Tallahassee, FL 32301

www.akerman.com

850 224 9634 *tel* 850 222 0103 *fax*

April 14, 2009

VIA HAND DELIVERY

Mr. Buck Kohr - Registration Section
Florida Department of State
Division of Corporation
2661 Executive Center Circle West
Tallahassee, FL 32301

**Re: Medley Truck, LLC
d/b/a Top Value Trucks**

Dear Mr. Kohr:

Pursuant to your letter of March 16, 2009 enclosed please find the original and one copy of the documents required to file on behalf of Medley Truck, LLC, d/b/a Top Value Trucks as a foreign limited liability company to transact business in the State of Florida. You retained our check in the amount of \$125.00. Please file stamp the copy for our records as well as issue a letter of acknowledgment (free) upon registration.

Thank you for your assistance in this matter. If anything further is needed please do not hesitate contacting me at the above referenced number.

Sincerely,

AKERMAN SENTERFITT

Lisa M. Shelnut
Legal Administrative Assistant to
J. Martin Hayes

Enclosures

{TL189522;1}

FILED
09 MAR 13 PM 3:15
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. **MEDLEY TRUCK, LLC**

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

TOP VALUE TRUCKS, 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. **March 9, 2009**

(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. **745 Fifth Avenue, 18th Floor**

New York, New York 10151

(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:

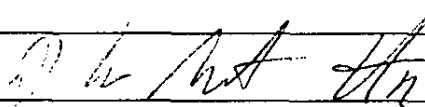
D.B. Zwirn Special Opportunities, L.P.

745 Fifth Avenue, 18th Floor

New York, New York 10151

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: **Asset Management
& Liquidation**


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.)

J. Martin Hayes

Typed or printed name of signee

FILED
09 MAR 13 PM 3:15
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

**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:

MEDLEY TRUCK, LLC

If name unavailable, the alternate name to be used in the state of Florida is:

TOP VALUE TRUCKS, LLC

2. The name and the Florida street address of the registered agent and office are:

J. Martin Hayes, Esq.

(Name)

Akerman Senterfitt, 106 E. College Ave., 12th Floor

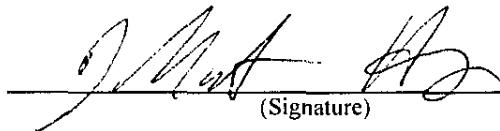
Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee, FL 32301

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)

**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 MEDLEY TRUCK, LLC
(Name of Limited Liability Company)

a limited liability company duly organized and existing under the laws of

Delaware
(State or Country of Organization)

Because the name of this foreign limited liability company does not satisfy the

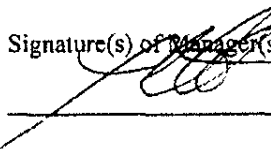
requirements of the s. 608.406, F.S., the limited liability company hereby adopts the

following name to transact business in the state of Florida:

Medley Truck, LLC, d/b/a Top Value Trucks, 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 18, 2009

Signature(s) of Manager(s) and/or Managing Member(s):

	
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

Delaware

PAGE 1

The First State


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MEDLEY TRUCK, 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 NINTH DAY OF APRIL, A.D. 2009.

4663030 8300

090351391

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7239349

DATE: 04-09-09