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| (Requestor's Name) |
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| PICK-UP WAIT MAIL |
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| Certified Copies Certificates of Status |
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SECRETARY OF STATIONIC

B. KOHR

APR 1 7 2009

EXAMINER



| ACCOUNT NO. : 12000000195 |
|---|
| REFERENCE: 961297 4305663 |
| AUTHORIZATION: Spulle na 6 |
| COST LIMIT : \$ 160.00 |
| ORDER DATE : April 15, 2009 |
| ORDER TIME: 3:59 PM |
| ORDER NO. : 961297-005 |
| CUSTOMER NO: 4305663 |
| |
| FOREIGN FILINGS |
| |
| NAME: RETAIL PARTNERS PENSACOLA, LLC |
| |
| XXXX QUALIFICATION (TYPE: <u>LL</u>) |
| PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: |
| XX CERTIFIED COPY XX CERTIFICATE OF GOOD STANDING |
| CONTACT PERSON: Kimberly Moret EXT# 2949 |

EXAMINER:

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:

| 1. Retail Partners Pensacola, LLC (Name of Foreign Limited Liability Company; must include "Limited Liability Company," "LLC.," or "LLC." (If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of 6th written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," inc., "LLC." 2. Termessee (Turisdiction under the law of which foreign limited liability company in organized) 4. April 8, 2009 (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability) 7. 5608 Stanford Ct. Nashville, TN 37215 (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: Mark Banks - 5608 Stanford Ct., Nashville, TN 37215 10. Attached is an original certificate of existence, no more fizen 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 fareign language, a translation of the certificate under oath of the translater must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: Signature of a member or an authorized representative of a member. (In accordance with section 608.468(3), F.S., the execution of this document constitutes an affirmation under the penalties of gripay that the facts satist herein an urus.) Mark Banks, Member | 1 Retail Partners Pensacola, LLC | 00 |
|---|---|------------|
| 4. April 8, 2009 (Date of Organization) (See sections 608.501 & 608.502 F.S. to determine penalty liability) 7. 5608 Stanford Ct. Nashville, TN 37215 (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: Mark Banks - 5608 Stanford Ct., Nashville, TN 37215 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: Signature of a member or an authorized representative of a member. (In accordance with scotion 608.408(3), F.3, the execution of this document constitutes an attimation interfer the penalties of perjuny that the facts satisf berein and run.) | (Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.") | 30 m |
| 4. April 8, 2009 (Date of Organization) (See sections 608.501 & 608.502 F.S. to determine penalty liability) 7. 5608 Stanford Ct. Nashville, TN 37215 (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: Mark Banks - 5608 Stanford Ct., Nashville, TN 37215 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: Signature of a member or an authorized representative of a member. (In accordance with scotion 608.408(3), F.3, the execution of this document constitutes an attimation interfer the penalties of perjuny that the facts satisf berein and run.) | (If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the we consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.") | rritten o |
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| 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.) | 11. Nature of business or purposes to be conducted or promoted in Florida: Real Estate | |
| (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.) | | |
| (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.) | MM - | |
| (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.) | 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 | |
| | | • |

Typed or printed name of signee

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.

| , LLC |
|--|
| nate name to be used in the state of Florida is: |
| street address of the registered agent and office are: |
| n Service Company (Name) |
| Street lorida Street Address (P.O. Box NOT ACCEPTABLE) |
| E FL 32301 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.

Corporation Service Company

BY: W M Gighand

Kimberly B. Moret ___as its agent

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

Secretary of State
Division of Business Services
312 Rosa L. Parks Avenue
6th Floor, William R. Snodgrass Tower
Nashville, Tennessee 37243

ISSUANCE DATE: 04/16/2009 REQUEST NUMBER: 09106516 TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 04/08/2009 STATUS: ACTIVE CORPORATE EXPIRATION DATE: PERPETUAL CONTROL NUMBER: 0600071 JURISDICTION: TENNESSEE

TO: CFS 8161 HWY 100 NASHVILLE, TN 37221 REQUESTED BY: CFS 8161 HWY 100

NASHVILLE, TN 37221

CERTIFICATE OF EXISTENCE

I, TRE HARGETT, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT
"RETAIL PARTNERS PENSACOLA, LLC"

A LIMITED LIABILITY COMPANY DULY FORMED UNDER THE LAW OF THIS STATE WITH DATE OF FORMATION AND DURATION AS GIVEN ABOVE; THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE EXISTENCE OF THE LIMITED LIABILITY COMPANY HAVE BEEN PAID: THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND THAT ARTICLES OF TERMINATION OF THE EXISTENCE HAVE NOT BEEN FILED.

FOR: REQUEST FOR CERTIFICATE

CAPITAL FILING SERVICE (CFS)

NASHVILLE, TN 37221-0000

8161 HIGHWAY 100

ON DATE: 04/16/09

FEES

RECEIVED: \$300.00

\$0.00

TOTAL PAYMENT RECEIVED:

\$300.00

RECEIPT NUMBER: 00004571906 ACCOUNT NUMBER: 00101230



FROM:

TRE HARGETT SECRETARY OF STATE

SS-4451