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STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

2009 MAY 29 PM 3:41

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**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** GP ENTERPRISES, 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:

JOHN R. DOWD, JR.  
Name of Person

DOWD LAW FIRM, P. A.  
Firm/Company

285 HARBOR BLVD., SUITE A  
Address

DESTIN, FL 32541  
City/State and Zip Code

jon@dowdttitlegroup.com  
E-mail address: (to be used for future annual report notification)

SEEN  
TALLAHASSEE  
STATE  
FLORIDA

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For further information concerning this matter, please call:

JON SEARCY at ( 850 ) 650-2202  
Name of Person Area Code & Daytime Telephone Number

**MAILING ADDRESS:**  
Division of Corporations  
Registration Section  
P.O. Box 6327  
Tallahassee, FL 32314

**STREET ADDRESS:**  
Division of Corporations  
Registration Section  
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

**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 GP ENTERPRISES, LLC

(Name of Limited Liability Company)

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

KENTUCKY

(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:

GP ENTERPRISES OF KENTUCKY, LLC

(Name to be used by this limited liability company in Florida. NOTE: Name must end with Limited Liability Company, L.L.C., or LLC.)

Date: 5.22.09

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

[Signature]

GUS GOLDSMITH

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TALLAHASSEE, FLORIDA

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**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:*

**1. GP ENTERPRISES, LLC**

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

**GP ENTERPRISES OF KENTUCKY, 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. KENTUCKY**

(Jurisdiction under the law of which foreign limited liability company is organized)

**3. 61-1317351**

(FEI number, if applicable)

**4. 11/14/1997**

(Date of Organization)

**5. PERPETUAL**

(Duration: Year limited liability company will cease to exist or "perpetual")

**6. N/A**

(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

**7. 143 MARKET STREET**

**LOUISVILLE, KY 40202**

(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:

**GUS GOLDSMITH, 143 W. MARKET STREET, LOUISVILLE, KY 40202**

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**

**INVESTMENTS AND REAL ESTATE DEVELOPMENT**

  
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.)

**GUS GOLDSMITH**

Typed or printed name of signee

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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:

GP ENTERPRISES, LLC

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

GP ENTERPRISES OF KENTUCKY, LLC

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

DOWD LAW FIRM, P. A.

(Name)

285 HARBOR BLVD., SUITE A

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

DESTIN, FL 32541

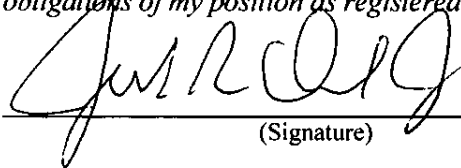
City/State/Zip

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2009 MAY 29 PM 3:41

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*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)

**Commonwealth of Kentucky  
Trey Grayson, Secretary of State**

4/3/2009

Division of Corporations  
Business Filings

P. O. Box 718  
Frankfort, KY 40602  
(502) 564-2848  
<http://www.sos.ky.gov>

**Certificate of Existence**

Authentication Number: 78746

Jurisdiction: GP ENTERPRISES, LLC

Visit <http://apps.sos.ky.gov/business/obdb/certvalidate.aspx> to authenticate this certificate.

I, Trey Grayson, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,


**GP ENTERPRISES, LLC**

is a limited liability company duly organized and existing under KRS Chapter 275, whose date of organization is November 14, 1997.

I further certify that all fees and penalties owed to the Secretary of State have been paid; that articles of dissolution have not been filed; and that the most recent annual report required by KRS 275.190 has been delivered to the Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 3rd day of April, 2009.



  
Trey Grayson  
Secretary of State  
Commonwealth of Kentucky  
78746/0441507