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(Requestor's Name)

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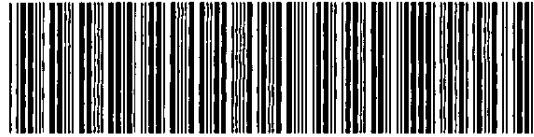
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BRUCE

JUN 08 2009

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Heath 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:

Henry Wineman
Name of Person

Frasco Caponigro Wineman & Scheible, PLLC
Firm/Company

1668 Telegraph Road, Suite 200
Address

Bloomfield Hills, Michigan 48302
City/State and Zip Code

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

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Henry Wineman at (248) 334-6767
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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 5, 2009

HENRY WINEMAN
1668 TELEGRAPH ROAD, SUITE 200
BLOOMFIELD HILLS, MI 48302

SUBJECT: HEATH ENTERPRISES, LLC / HEATH ENTERPRISES OF
FLORIDA, LLC
Ref. Number: W09000026468

09 JUN -8 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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We have received your document for HEATH ENTERPRISES, LLC / HEATH ENTERPRISES OF FLORIDA, 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):

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) 245-6984.

Deborah Bruce

Regulatory Specialist II

Letter Number: 909A00018955

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SECRETARY OF STATE
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 TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

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

Heath Enterprises III, 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. Arkansas 3. 27-0021956
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. May 20, 2002 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. June 2007
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 18132 Longwater Run Drive, Tampa, Florida 33647
(Street Address of Principal Office)

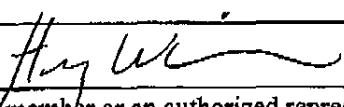
8. If limited liability company is a manager-managed company, check here ☐

9. The name and usual business addresses of the managing members or managers are as follows:

Stan Heath, 18132 Longwater Run Drive, Tampa, Florida 33647

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: Basketball Camps


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.)

Henry Wineman
Typed or printed name of signee

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TALLAHASSEE, FLORIDA

**CONSENT RESOLUTION OF
THE MEMBERS OF HEATH ENTERPRISES, LLC**

WHEREAS, the undersigned, being all the Members of HEATH ENTERPRISES, LLC, an Arkansas limited liability company (the "Company") desire that the actions expressed in the resolutions set forth below be taken.

NOW, THEREFORE, the undersigned declare that the actions expressed in the following resolutions are taken by the Company as of May 27, 2009.

ADOPTION OF ALTERNATE COMPANY NAME

RESOLVED, that the members hereby agree to the use of Heath Enterprises III, LLC as an alternate name for the Company for the purpose of registering the Company as a foreign limited liability company transacting business in Florida.

COUNTERPARTS; FACSIMILE COPIES

RESOLVED, that this Consent Resolution may be executed in any number of counterparts, each of which shall be deemed to be an original and all of which together shall constitute one instrument.

RESOLVED, FURTHER, that copies (facsimile, photostatic or otherwise) of signatures to this Consent Resolution shall be deemed to be originals and may be relied to the same extent as the originals.

IN WITNESS WHEREOF, the undersigned have executed this Consent Resolution as of the day and year first above written.

MEMBERS:

Stan Heath
Stan Heath

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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:

Heath Enterprises, LLC

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

Heath Enterprises III, LLC

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

Stan Heath

(Name)

18132 Longwater Run Drive

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

Tampa, Florida 33647

City/State/Zip

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TALLAHASSEE, FLORIDA

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.

Stan Heath

(Signature)

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



**Arkansas Secretary of State
Charlie Daniels**

State Capitol Building ♦ Little Rock, Arkansas 72201-1094 ♦ 501-682-3409

Certificate of Good Standing

I, Charlie Daniels, Secretary of State of the State of Arkansas, and as such, keeper of the records of domestic and foreign corporations, do hereby certify that the records of this office show

HEATH ENTERPRISES, LLC

authorized to transact business in the State of Arkansas as a Limited Liability Company, filed Articles of Organization in this office May 20, 2002.

Our records reflect that said entity, having complied with all statutory requirements in the State of Arkansas, is qualified to transact business in this State.



In Testimony Whereof, I have hereunto set my hand and affixed my official Seal. Done at my office in the City of Little Rock, this 27th day of May 2009.

Charlie Daniels

Charlie Daniels
Secretary of State

Online Certificate Authorization Code: dc2431a2af103b4

To verify the Authorization Code, visit sos.arkansas.gov

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