

M09000003028

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

(Business Entity Name)

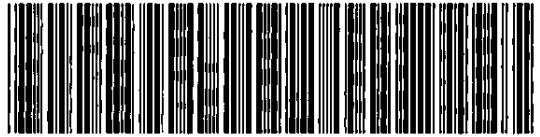
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only

FF \$125.00  
PFIS + AR's : \$977.50



400156068394

08/06/09--01007--005 \*\*977.50

05/18/09--01014--003 \*\*125.00

FILED  
09 AUG - 6 PM 3:31  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Diane Firsten 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 E. Stillpass

(Name of Person)

John E. Stillpass Attorneys at Law

(Firm/Company)

9545 Kenwood Road, Suite 103 / PO Box 428755

(Address)

Cincinnati, OH 45242-6100

45242

(City/State and Zip Code)

For further information concerning this matter, please call:

John E. Stillpass

(Name of Person)

at ( 513 ) 936-0800

(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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

May 19, 2009

JOHN E. STILLPASS, ATTORNEY AT LAW  
9545 KENWOOD ROAD, SUITE 103  
CINCINNATI, OH 45242-6100

SUBJECT: DIANE FIRSTEN LLC  
Ref. Number: W09000023548

We have received your document for DIANE FIRSTEN 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):

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$6,477.50.

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) 245-6067.

Neysa Culligan  
Regulatory Specialist II

Letter Number: 209A00016950

June 26, 2009

Florida Department of State  
Division of Corporations  
Attn: Neysa Culligan  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Diane Firsten LLC  
W09000023548

Dear Ms. Culligan,

My attorney recently forwarded me correspondence from your offices requesting that my company pay penalties for failing to register in your state and file the applicable annual report. As you can see by the application, my business began operations in Florida on September 1, 2003. Since beginning in your state my company has registered, filed, and paid what I thought were all the applicable filings such as Sales and Use tax, Unemployment Compensation tax, as well as Tangible Personal Property tax. When my business opened its location in Florida, I relied on my CPA here in Cincinnati, OH to prepare all the necessary filings for my company to be in good standing with all the appropriate state agencies. Unfortunately I am unable to contact him as his company has filed for bankruptcy and he has fled the state to avoid creditors.

Since we began operations in Florida we have not received any notification that we were not registered or in good standing with your offices. In fact, just recently my company engaged a new attorney who indicated he did not see where we were registered and in disbelief we called your offices to verify. Once your offices verified there was no record of my company I immediately had my attorney complete the necessary paperwork and remit it to your office.

Due to the fact that we registered without notification and in good faith as well as the fact that my company is in good standing in all accounts with the Department of Revenue I humbly request that you abate all or part of the penalties being charged. I enjoy having a business location in your State and this penalty would be putting a financial hardship on my company at this time of economic downturn. You have my permission to speak with my new accountant Matt Stockman should there be a need for him to communicate with your offices or vice versa.

Sincerely,



Diane Firsten, President

DOR account numbers:

Sales and Use tax – 60-8012927737-8

Unemployment Compensation tax – 2483246



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

July 8, 2009

JOHN E. STILLPASS, ATTORNEY AT LAW  
PO BOX 428755  
CINCINNATI, OH 45242

SUBJECT: DIANE FIRSTEN LLC  
Ref. Number: W09000023548

We have received your document for DIANE FIRSTEN LLC and your check(s) totaling \$125.00. However, the document has not been filed and is being retained in this office for the following:

Based on the information you have provided, this office offers to settle the issue of non-qualified penalty and annual report fees for the sum of \$977.50. However, this offer will expire in 60 days. To take advantage of this offer, we must receive the total amount due prior to the expiration date.

The total amount due is \$1102.50.

There is a balance due of \$977.50.

If you have any questions concerning the filing of your document, please call (850) 245-6911.

Brenda Tadlock  
Senior Section Administrator

Letter Number: 109A00023407

# JOHN E. STILLPASS

A T T O R N E Y S A T L A W

4901 HUNT ROAD  
SUITE 103  
CINCINNATI, OHIO  
45242-6990

TEL: (513) 936-0800  
FAX: (513) 794-8800

JOHN E. STILLPASS  
E-MAIL: [jstillpass@stillpass.com](mailto:jstillpass@stillpass.com)

RONNA S. LUCAS  
E-MAIL: [rlucas@stillpass.com](mailto:rlucas@stillpass.com)

CAROLYN BETTS  
E-MAIL: [cbetts@stillpass.com](mailto:cbetts@stillpass.com)

July 27, 2009

Florida Department of State  
Division of Corporations  
Attn: Ms. Brenda Tadlock  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Diane Firsten LLC  
Ref. No. W09000023548  
Letter no. 109A00023407

Dear Ms. Tadlock:

I have shared your letter of July 8, 2009 with my client, as well as our earlier telephone discussion.

Thank you for your assistance in bringing this LLC into compliance, which has always been the client's intent.

Enclosed, as directed in your letter, is a check payable to the Florida Department of State in the amount of the balance due of \$977.50.

Hopefully, the registration can now be completed with the processing of the forms that you have retained.

Should you need anything further, please do not hesitate to contact me.

Yours sincerely,

  
John E. Stillpass

cc: Diane Firsten LLC  
cc: Matthew Stockman, CPA

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. Diane Firsten LLC  
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "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. Ohio 3. 45-0497102  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. January 9, 2003 5. perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. September 1, 2003  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

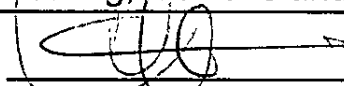
7. 2033 Madison Road  
Cincinnati, OH 45208  
(Street Address of Principal Office)

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:  
Diane Firsten: 2033 Madison Road, Cincinnati, OH 45208

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: Merchandising of men's and women's clothing, fashions and accessories

  
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.)  
Diane Firsten, Manager  
Typed or printed name of signee

FILED  
09 AUG - 6 PM 3: 31  
SECRETARY OF STATE  
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:

Diane Firsten LLC

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

\_\_\_\_\_

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

InCorp Services, Inc.

(Name)

17888 67th Court North

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

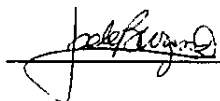
Loxahatchee,

FL 33470

City/State/Zip

**FILED**  
09 AUG -6 PM 3:31  
SECRETARY OF STATE  
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.*

 on behalf of InCorp Services, Inc.  
(Signature)

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



**United States of America  
State of Ohio  
Office of the Secretary of State**

*I, Jennifer Brunner, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show DIANE FIRSTEN LLC, an Ohio Limited Liability Company, Registration Number 1361748, was organized within the State of Ohio on January 09, 2003, is currently in FULL FORCE AND EFFECT upon the records of this office.*



*Witness my hand and the seal of the  
Secretary of State at Columbus, Ohio  
this 19th day of March, A.D. 2009*

A handwritten signature in cursive script, appearing to read "Jennifer Brunner".

Ohio Secretary of State

Validation Number: V200978M0598E