

From:

Division of Corporations

05/06/2010 11:43

5/7/2010 1/006

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Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To:

Division of Corporations
Fax Number : (850) 617-6383

From:

Account Name : NATIONAL CORPORATE RESEARCH, LTD.
Account Number : I20000000088
Phone : (800) 221-0102
Fax Number : (212) 564-6083

*It is imperative that
this receives a file date
of MAY 4 or MAY 5.
Thank you!*

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please**

Email Address: _____

Foreign Limited Liability Company
COUNTERPOINTE CAPITAL PARTNERS LLC

Certificate of Status	1
Certified Copy	0
Page Count	0 3
Estimated Charge	\$130.00

FILED
10 MAY -4 AM 11:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

S. HAWKES

MAY 07 2010

EXAMINER

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Help

From:

05/06/2010 11:45

#591 P.003/006



May 5, 2010

FLORIDA DEPARTMENT OF STATE

NATIONAL CORPORATE RESEARCH, LTD. Division of Corporations

SUBJECT: COUNTERPOINTE CAPITAL PARTNERS LLC
REF: W10000021808

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Due to transmission problems, your faxed document or coversheet is illegible or incomplete. Please refile the document and cover sheet to this office for processing.

If you have any further questions concerning your document, please call (850) 245-6955.

Suzanne Hawkes
Regulatory Specialist II
Registration/Qualification Section

FAX Aud. #: H10000109324
Letter Number: 410A00011177

RECEIVED

10 MAY -6 PM 1:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

From:

05/06/2010 11:44

#591 P.002/006



May 6, 2010

FLORIDA DEPARTMENT OF STATE

NATIONAL CORPORATE RESEARCH, LTD Division of Corporations

SUBJECT: COUNTERPOINTE CAPITAL PARTNERS LLC
REF: W10000021808

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Please accept our apology for failing to mention this in our previous letter.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

If you have any further questions concerning your document, please call (850) 245-6955.

Suzanne Hawkes
Regulatory Specialist II
Registration/Qualification Section

FAX Aud. #: H10000109324
Letter Number: 210A00011342

From:

05/06/2010 11:46

#591 P.004/006

(((H10000109324 3)))

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.501, FLORIDA STATUTES THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. COUNTERPOINTE CAPITAL PARTNERS 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. Delaware

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

3. 27-2458252

(FEI number, if applicable)

4. March 11, 2009

(Date of Organization)

5. Perpetual

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

6. upon filing

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

7. 223 West Gregory Street, Suite A

Pensacola, FL 32502

(Street Address of Principal Office)

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

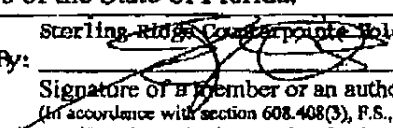
9. The name and usual business addresses of the managing members or managers are as follows:

Sterling Ridge Counterpointe Holdings LLC, 223 West Gregory Street, Suite A,

Pensacola, FL 32502

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: any lawful act or activity
under the laws of the State of Florida.

Sterling Ridge Counterpointe Holdings LLC
By: 

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.)

ERIC J. ALINI

Typed or printed name of signee

(((H10000109324 3)))

FILED
MAY -4 AM 11:36
TALLAHASSEE, FLORIDA

From:

05/06/2010 11:47

#591 P.005/006

((H10000109324 3)))

**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
FLORIDA.

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10 MAY -4 PM 11:36
TALLAHASSEE
FLORIDA

1. The name of the Limited Liability Company is:

COUNTERPOINTE CAPITAL PARTNERS 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:

National Corporate Research, Ltd., Inc.

(Name)

515 East Park Avenue

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

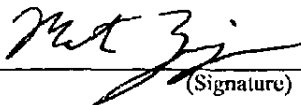
Tallahassee

FL

32301

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)

((H10000109324 3)))

From:

05/06/2010 11:47

#591 P.006/006

((H10000109324 3)))

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COUNTERPOINTE CAPITAL PARTNERS 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 SIXTH DAY OF MAY, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "COUNTERPOINTE CAPITAL PARTNERS LLC" WAS FORMED ON THE ELEVENTH DAY OF MARCH, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
10 MAY -4 AM 11:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4798604 8300

100470172

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7976598

DATE: 05-06-10

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