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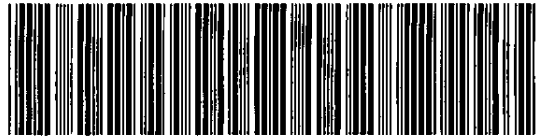
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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05/17/10--01028--009 **125.00

07/21/10--01002--010 **130.00

07/21/10--01002--011 **647.50

FILED
10 JUL 21 AM 10:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N. Colligan JUL 21 2010

J. GITTLESON, CPA PC
CERTIFIED PUBLIC ACCOUNTANTS

Members of
American Institute of
Certified Public Accountants

154 Franklin Place, Woodmere, New York 11598
Phone 516-295-1525 Fax 516-295-9235

Members of
New York State Society of
Certified Public Accountants

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
Re: Winwood Partners LLC
26-2272238

To Whom it May Concern,

I am writing this letter on behalf of my client, Winwood Partners LLC (26-2272238), regarding the registration as a foreign limited liability company in Florida. Back in 2008 the members' of this company hired an attorney to form the company and file all the appropriate registrations including those for Florida. It has just recently came to light that they were misled and these papers were never filed. It is my client's intention to rectify this matter as soon as possible.

Because of the current economic environment the business in Florida has not been doing well. They are just about hanging on and it's an everyday battle just to stay afloat. Needless to say any additional expense at this time would be a financial disaster. Since their original intention was to file all the required papers on a timely basis but were unfortunately misled by the attorney they trusted and depended on. Therefore, I am respectfully requesting that you waive all penalties due to reasonable cause.

Please direct your response to:

Barry Rothenburg
c/o Olympia Court Corp
71-32 Austin Street 2nd Floor
Forest Hills, NY 11375

Very truly yours,



Roberta Rudner
for
J Gittleson CPA, PC



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 19, 2010

BARRY ROTHENBURG
C/O OLYMPIA COURT CORP
71-32 AUSTIN STREET 2ND FLOOR
FOREST HILLS, NY 11375

SUBJECT: WINDWOOD PARTNERS LLC
Ref. Number: W10000024450

We have received your document for WINDWOOD PARTNERS 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):

Based on the information you have provided and in accordance with s.607.1502(4), 608.502(4) or 617.1502(4), F.S., this office will reduce the civil penalty of \$1,000 per year to \$500 per year for each year this entity transacted business or conducted its affairs in Florida prior to qualification. Therefore, the total amount due to cover both annual report/uniform business report and penalty fees is \$777.50.

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: 310A00012685

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Winwood Partners 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:

Barry Rothenburg
Name of Person

C/O Olympia Court Corp
Firm/Company

71-32 Austin Street (2nd floor)
Address

Forest Hills, NY 11375
City/State and Zip Code

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

J Gittleson CPA at (516) 295-1525
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

**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. Winwood 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. New York 3. 26-2272238
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 3/19/08 5. _____
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. 5/27/08
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 71-32 Austin St (2nd Fl)
Forest Hills, NY 11375
(Street Address of Principal Office)

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

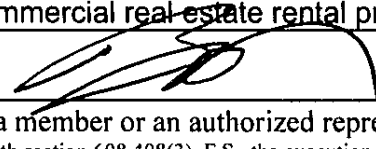
9. The name and usual business addresses of the managing members or managers are as follows:

BARRY ROTHENBURG
% OLYMPIA COURT CORP. - 71-32 AUSTIN ST (2ND FLOOR)
FOREST HILLS, NY 11375

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: _____

Commercial real estate rental property


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.)

Barry Rothenburg

Typed or printed name of signee

FILED
10 JUL 21 AM 10:07
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:

Winwood Partners LLC

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

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

CHARLOTTE ROTHENBURG
(Name)

17823 LITTEN DRIVE

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

BOCA RATON, FL, 33498
City/State/Zip

FILED
10 JUL 21 AM 10:07
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.

Charlotte Rothenburg
(Signature)

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

State of New York
Department of State } ss:

I hereby certify, that WINWOOD PARTNERS LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 03/19/2008, and that the Limited Liability Company is existing so far as shown by the records of the Department.

*WITNESS my hand and the official seal
of the Department of State at the City of
Albany, this 27th day of April two
thousand and ten.*

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