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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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08/23/10--0104--023 **160.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BRUCE

SEP 09 2010

EXAMINER



C. WILTON SANDERS
STEVEN T. WELCH*
JEFFREY J. MEEK
BETHANY C. SANDERS
C. BENJAMIN FORTENBERRY
*ALSO LICENSED IN FLORIDA AND TENNESSEE

September 1, 2010

Florida Department of State
Division of Corporations
ATTN: Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: **Application for Authorization to Transact Business in FL – Spencer Enterprises, LLC.**

To Whom It May Concern:

Please find enclosed herein the revised Application for Authorization to Transact Business in Florida on behalf of Spencer Enterprises, LLC, as directed in your transmittal letter #910A00020278. I previously sent the original Certificate of Existence and Good Standing from DE Secretary of State and payment totaling \$160.00 for the filing fee including Certificate of Status and Certified Copy.

Thank you in advance for your prompt handling of this request. Please do not hesitate to contact our office if you need anything further.

Respectfully Yours,

SANDERS WELCH LLC

JAYNE H. CAVAGNARO, FOR THE FIRM

JHC

Enclosures as stated

Cc: File – Firm Matter No. 10-1837

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 24, 2010

JAYNE CAVAGNARO
3060 MERCER UNIVERSITY DRIVE, SUITE 200
ATLANTA, GA 30306

SUBJECT: SPENCER ENTERPRISES, LLC
Ref. Number: W10000039900

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10 SEP - 8 AM 9:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for SPENCER ENTERPRISES, LLC and your check(s) totaling \$160.00. 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: 910A00020278

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Spencer 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:

Jayne Cavagnaro
Name of Person

Sanders Welch, LLC
Firm/Company

3060 Mercer University Drive, Suite 200
Address

Atlanta, GA 30306
City/State and Zip Code

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

For further information concerning this matter, please call:

Jayne Cavagnaro at (404) 325-3200
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

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TALLAHASSEE, FLORIDA

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

Spencer Enterprises of DE, 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 3. 34-2067020
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. May 19, 2010 5. perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. July 14, 2010
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 805 Easton Drive
Lakeland, FL 33803
(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:
Two Kacey Management Trust dated June 9, 2010, Manager

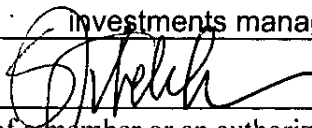
Dolores L. Campbell, Trustee

805 Easton Drive, Lakeland, FL 33803

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: _____

Investments management


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.)

Steven T. Welch

Typed or printed name of signee

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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 Spencer Enterprises, LLC
(Name of Limited Liability Company)

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

Delaware
(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:

Spencer Enterprises of DE, LLC

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

Date: August 31, 2010

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

Dolores L. Campbell

Two Kacey Mgmt. Trust dtd 6/9/10, Mgr.

Dolores L. Campbell, Trustee

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CLERK OF STATE
TALLAHASSEE, FLORIDA

FILED

**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:

Spencer Enterprises, LLC

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

Spencer Enterprises of DE, LLC

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

Sherrod R. Campbell

(Name)

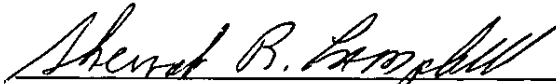
805 Easton Drive

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

Lakeland, FL 33803

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)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SPENCER ENTERPRISES, 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 NINETEENTH DAY OF JULY, A.D. 2010.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4825788 8300

100737145



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8120295

DATE: 07-19-10