

M 110000002872

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

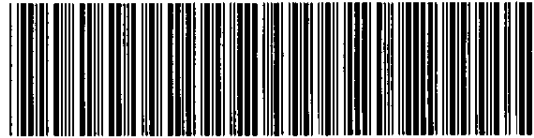
(Business Entity Name)

(Document Number)

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

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11 JUN - 6 PM 4:00  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
11 JUN - 6 PM 4:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. HAMPTON

JUN - 8 2011

EXAMINER

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** The Kidz Club-St. Pete, 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:

Wayne F. Wilson

Name of Person

Goldberg Simpson, LLC

Firm/Company

9301 Dayflower Street

Address

Prospect, KY 40059

City/State and Zip Code

wwilson@goldbergsimpson.com

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

For further information concerning this matter, please call:

Wayne F. Wilson

Name of Person

at ( 502 )

589-4440

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



Wayne F. Wilson  
Norton Commons  
9301 Dayflower Street  
Prospect (Louisville), KY 40059  
Telephone (502) 589-4440  
Facsimile (502) 581-1344  
wwilson@goldbergsimpson.com

June 3, 2011

**VIA OVERNIGHT MAIL**

Doug Mannheimer, Esq.  
Broad and Cassel  
Sun Trust Bank Bldg.  
215 South Monroe Street, Suite 400  
Tallahassee, FL 32301

Re: The Kidz Club-St. Pete, LLC

Dear Mr. Mannheimer:

It is my understanding you have been enlisted to assist The Kidz Club with their Florida filings in connection with the above entity. Enclosed please find the following documents;

1. Dissolution of The Kidz Club-St. Pete, LLC (\$25.00 check)
2. Application by Foreign LLC to Transact Business in Florida (\$125 check)

If everything appears in order, I would ask that you hand-deliver and file these documents with the Secretary of State, in the above order, on Monday, June 6<sup>th</sup>. Once the documents are filed, please provide file stamped copies to me via email as soon as is possible.

Should you have any questions please do not hesitate to contact me.

Very truly yours,

A handwritten signature in black ink that reads "Wayne F. Wilson".

Wayne F. Wilson

WFW:ck

74747-001

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**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. The Kidz Club-St. Pete, 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. Kentucky

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

3. 45-2441140

(FEI number, if applicable)

4. October 6, 2010

(Date of Organization)

5. perpetual

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

6. \_\_\_\_\_

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

7. 2100 Gardiner Lane, Suite 107, Louisville, Kentucky 40205

(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:

Lee Zimmerman

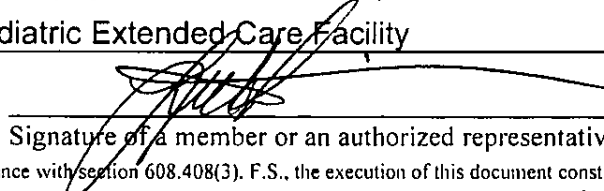
850 Third Avenue South

St. Petersburg, Florida 33701

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: \_\_\_\_\_

Prescribed Pediatric Extended Care Facility

  
\_\_\_\_\_  
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. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

Lee Zimmerman

\_\_\_\_\_  
Typed or printed name of signee

**FILED**  
JUN -6 PM 4:11  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

**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:

The Kidz Club-St. Pete, 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:

Lee Zimmerman

(Name)

850 Third Avenue South

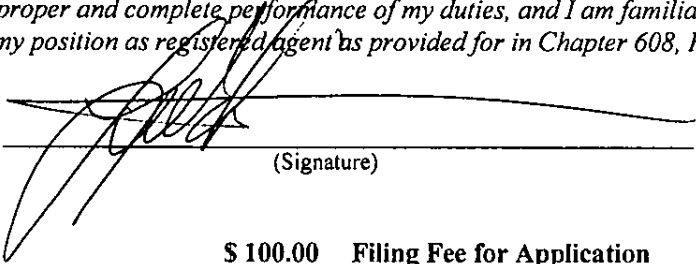
Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

St. Petersburg

FL 33701

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)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

11 JUN -6 PM 4:11

**FILED**

**Commonwealth of Kentucky**  
**Elaine N. Walker, Secretary of State**

Elaine N. Walker  
Secretary of State  
P. O. Box 718  
Frankfort, KY 40602-0718  
(502) 564-3490  
<http://www.sos.ky.gov>

**Certificate of Existence**

Authentication number: 114243

Visit <https://app.sos.ky.gov/ftshow/certvalidate.aspx> to authenticate this certificate.

I, Elaine N. Walker, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

**THE KIDZ CLUB-ST PETE, LLC**

is a limited liability company, duly organized and existing under KRS Chapter 14A and KRS Chapter 275, whose date of organization is October 6, 2010 and whose period of duration is perpetual.

I further certify that all fees and penalties owed to the Secretary of State have been paid; that articles of dissolution have not been filed; and that the most recent annual report required by KRS 14A.6-010 has been delivered to the Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 3<sup>rd</sup> day of June, 2011, in the 220<sup>th</sup> year of the Commonwealth.



*Elaine N. Walker*

Elaine N. Walker  
Secretary of State  
Commonwealth of Kentucky  
114243/0772882