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(Requestor's Name)

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(City/State/Zip/Phone #)

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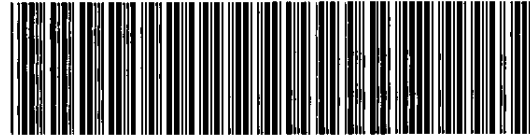
(Business Entity Name)

(Document Number)

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

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11 JUN 24 AM 8:59

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. BRYAN

JUN 27 2011

EXAMINER

SEILER & ASSOCIATES, PLLC



June 20, 2011

**VIA U.S. FIRST CLASS MAIL**

Florida Division of Corporations  
Registration Section  
PO Box 6327  
Tallahassee, Florida 32314

***Re: Soaring Capital LLC  
Application for Foreign Limited Liability Company Registration***

Dear Sir or Madam,

The undersigned represents Soaring Capital LLC ("SC") in the above-referenced matter. Enclosed for filing and review, please find SC's foreign limited liability company registration application. Also enclosed is a draft in the amount of \$125.00 as and for your filing fee (Check No. 20655).

Should you discover any deficiency in this filing, please allow me the courtesy of correcting such deficiency before you return or reject this filing. Please do not hesitate contacting me directly at 952-358-7407 or [kmoen@seilerlaw.com](mailto:kmoen@seilerlaw.com) should you have any questions or directions.

Thank you for your courtesies.

Very Truly Yours,

A handwritten signature in black ink, appearing to be 'K. Moen', written over a horizontal line.

Kyle D. Moen  
Attorney at Law

KDM/cm

Enclosures

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11 JUN 24 AM 8:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Soaring Capital, 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:

Jillian Leffler

Name of Person

Soaring Capital, LLC

Firm/Company

170 Northpointe Parkway, Suite 300

Address

Amherst, NY 14228

City/State and Zip Code

jleffler@zenithacq.com

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

For further information concerning this matter, please call:

Jillian Leffler

Name of Person

at ( 716 )

799-0512

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

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11 JUN 24 AM 8:59  
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TALLAHASSEE, FLORIDA

**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. Soaring Capital, 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**

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

**3. 45-1497151**

(FEI number, if applicable)

**4. 3/10/2011**

(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. 170 Northpointe Parkway, Suite 300**

**Amherst, NY 14228**

(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:**

**David Paris, 170 Northpointe Parkway, Ste 300, Amherst, NY 14228**

**Howard Hornblass, 170 Northpointe Parkway, Ste 300, Amherst NY 14228**

**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: passive debt**

**buying**

  
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.)

**Howard Hornblass**

Typed or printed name of signee

**FILED**  
**11 JUN 24 AM 8:59**  
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:

Soaring Capital, 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:

NRAI Services, 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)

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11 JUN 24 AM 8:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**State of New York**  
**Department of State** } ss:

I hereby certify, that BASE CAMP CAPITAL ACQUISITION LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 02/22/2011, and that the Limited Liability Company is existing so far as shown by the records of the Department.

A Certificate of Amendment BASE CAMP CAPITAL ACQUISITION LLC, changing its name to SOARING CAPITAL LLC, was filed 03/14/2011.



**FILED**  
11 JUN 24 AM 9:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

\*\*\*

*WITNESS my hand and the official seal  
of the Department of State at the City of  
Albany, this 25th day of May two  
thousand and eleven.*

A handwritten signature in black ink, appearing to read "Neil F. ...", written over a horizontal line.

*First Deputy Secretary of State*