

M110000004303

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

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

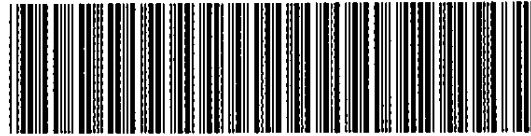
Special Instructions to Filing Officer:

Office Use Only

B. KOHR

AUG 26 2011

EXAMINER



600211142226

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 AUG 23 PM 3:21

RECEIVED  
11 AUG 23 PM 4:16  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

July 5, 2011

JEANINE REYNOLDS  
CSC  
TALLAHASSEE, FL

SUBJECT: BRUNSCHWIG & FILS LLC  
Ref. Number: W11000035670

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 AUG 23 PM 3:21

We have received your document for BRUNSCHWIG & FILS LLC and the authorization to debit your account in the amount of \$125.00. However, the document has not been filed and is being returned for the following:

As discussed, we will need a signed letter of permission from BRUNSCHWIG & FILS, INC. giving this New York LLC the right to use the name BRUNSCHWIG & FILS LLC in Florida.

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) 245-6914.

Buck Kohr  
Regulatory Specialist II

Letter Number: 111A00016030



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

August 24, 2011

JEANINE REYNOLDS  
CSC  
TALLAHASSEE, FL

SUBJECT: BRUNSCHWIG & FILS LLC  
Ref. Number: W11000035670

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 AUG 23 PM 3:21

We have received your document for BRUNSCHWIG & FILS LLC and the authorization to debit your account in the amount of \$125.00. However, the document has not been filed and is being returned for the following:

Was unable to reach you by phone on Wednesday. And I will be out of the office on Thursday.

The problem is that the CONSENT letter seems to be address to the corporate people in Massachusetts. Can we get a letter that discusses the company's doing business in Florida???

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) 245-6914.

Buck Kohr  
Regulatory Specialist II

Letter Number: 111A00019880

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2011 AUG 26 PM 1:43  
NOT INTENDED  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 829087 7818914

AUTHORIZATION :

COST LIMIT

**RESUBMIT**

Please give original  
submission date as file date.

ORDER DATE : June 28, 2011

ORDER TIME : 11:57 AM

ORDER NO. : 829087-050

CUSTOMER NO: 7818914

FILED STATE  
DIVISION OF CORPORATIONS  
11 AUG 23 PM 3:21

FOREIGN FILINGS

NAME: BRUNSWIG & FILS LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds -- EXT# 2933

EXAMINER: \_\_\_\_\_

# UTBBF, INC

F/K/A BRUNDSCHWIG & FILS, INC.

330 CHANGEBRIDGE ROAD PINE BROOK, NJ 07058 (973) 265-2930

AUGUST 17, 2011

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 AUG 23 PM 3:22

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
CORPORATE FILINGS  
P.O. BOX 6327  
TALLAHASSEE, FL 32314

RE: BRUNDSCHWIG & FILS LLC

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

CONSENT TO USE NAME

TO WHOM IT MAY CONCERN:

BRUNDSCHWIG & FILS LLC IS A LIMITED LIABILITY COMPANY FORMED UNDER THE LAWS OF THE STATE OF NEW YORK. WE UNDERSTAND THAT BRUNDSCHWIG & FILS LLC DESIRES TO FILE AN APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA UNDER ITS LEGAL NAME BRUNDSCHWIG & FILS LLC. WE FURTHER UNDERSTAND THAT SUCH FILING WILL, OR HAS BEEN REJECTED, ON THE GROUNDS THAT THE NAME IS ALREADY IN USE IN FLORIDA IN LIGHT OF THE FACT THAT BRUNDSCHWIG & FILS, INC. HAS PREVIOUSLY RECEIVED AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA UNDER ITS LEGAL NAME OF BRUNDSCHWIG & FILS, INC.

BRUNDSCHWIG & FILS LLC HAS REQUESTED THAT BRUNDSCHWIG & FILS, INC. CONSENT TO BRUNDSCHWIG & FILS LLC'S APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA UNDER ITS LEGAL NAME BRUNDSCHWIG & FILS LLC.

THIS LETTER SHALL SERVE AS CONFIRMATION THAT I AM AN OFFICER OF BRUNDSCHWIG & FILS, INC. (N/K/A UTBBF, INC.) AND, IN MY CAPACITY AS AN OFFICER THEREOF, I AM DULY AUTHORIZED TO AFFIRM THAT BRUNDSCHWIG & FILS, INC. HEREBY CONSENTS TO SUCH REQUEST.

SINCERELY,

JOHN ANDREACCI  
VICE PRESIDENT OF FINANCE

COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: Brunschwig & Fils 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:

Name of Person

Corporation Service Company

Firm/Company

1201 Hays Street

Address

Tallahassee, FL 32301

City/State and Zip Code

peter.smith@kravet.com

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

For further information concerning this matter, please call:

Lisa Kravet

at (516)

293-2000

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 AUG 23 PM 3:21

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 TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:

1. Brunschwig & Fils 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. 45-0670457

(FEI number, if applicable)

4. March 16, 2011

(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. 245 Central Avenue South

Bethpage, NY 11714

(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:

See Attached

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: Sale of fabric, furniture,  
wall covering, trimmings, carpeting, lighting and other home furnishings.

  
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.)

Lisa Kravet Manager

Typed or printed name of signee

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 AUG 23 PM 3:21

Managers of Brunswick & Fils LLC

Cary Kravet            Manager  
245 Central Avenue South  
Bethpage, NY 11714

Lisa Kravet            Manager  
245 Central Avenue South  
Bethpage, NY 11714



**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:

Brunschwig & Fils 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:

Corporation Service Company

(Name)

1201 Hays Street

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.*

Corporation Service Company

By: 

(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 BRUNSWIG & FILS HOLDINGS LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 03/16/2011, and that the Limited Liability Company is existing so far as shown by the records of the Department.

A Certificate of Amendment BRUNSWIG & FILS HOLDINGS LLC, changing its name to BRUNSWIG & FILS LLC, was filed 03/29/2011.



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*Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 27th day of June  
two thousand and eleven.*

Daniel Shapiro  
First Deputy Secretary of State