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(Requestor's Name)

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(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

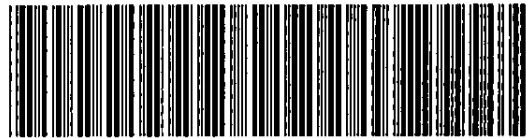
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



**900211302339**

08/30/11--01006--015 \*\*160.00

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**2011 OCT 12 PM 12:55**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

**T. CLINE**

**OCT 13 2011**

**EXAMINER**



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

August 31, 2011

SAM MILLES  
P.O. BOX 1192  
BROOKLINE, MA 02446

SUBJECT: SMG PROPERTIES, LLC  
Ref. Number: W11000045206

We have received your document for SMG PROPERTIES, 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."

The registered agent must sign accepting the designation.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the

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English language. A photocopy of this certificate is not acceptable.

We need the actual certificate not the payment confirmation,,

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) 245-6020.

Tammi Cline  
Regulatory Specialist II

Letter Number: 411A00020326

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Division of Corporations  
Registration Section  
P.O. Box 6327  
Tallahassee, FL 32314

To whom it may concern:

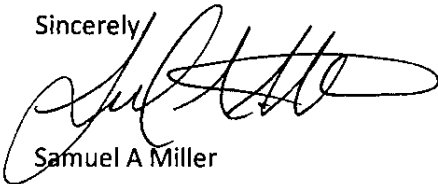
Please find the attached application to register SMG Properties, LLC as a Limited Liability Company in the State of Florida. Pursuant to s. 608.503(1), Florida Statutes, the attached application is completed in its entirety. Also attached, you will find the original certificate of existence, duly authenticated. Please also find a check in the amount of One Hundred Sixty Dollars (\$160.00) for the filing fee, certificate of status, and certified copy.

Our address is below:

SMG Properties, LLC  
P.O. Box 1192  
Brookline, MA 02446

Thank you and please feel free to contact me via email ([SamuelAdamMiller@gmail.com](mailto:SamuelAdamMiller@gmail.com)) or phone (781.910.7489) with any additional comments or questions.

Sincerely



Samuel A Miller  
SMG Properties, LLC

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TALLAHASSEE, FLORIDA

Cc: Geoffrey Bernstein, Michael Bernstein

COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: SMG PROPERTIES, 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:

Sam Miller  
Name of Person

SMG PROPERTIES, LLC  
Firm/Company

P.O. Box 1192  
Address

BROOKLINE, MA 02446  
City/State and Zip Code

SAMUEL ADAM MILLER @GMAIL.COM  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

SAM MILLER at (781) 910-7489  
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

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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

**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 SMG Properties, LLC  
(Name of Limited Liability Company)

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

Massachusetts  
(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:

SMG Income Properties, 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: 10/8/11

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

[Signature]  
[Signature]  
[Signature]

SAMUEL MILLER  
Graff Bernstein  
MICHAEL BERNSTEIN

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

SMG Income Properties, 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. MASSACHUSETTS 3. 452196467  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. MAY 16, 2011 5. PERPETUAL  
(Date of Organization) (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. 327 Heath Street, Chestnut Hill, MA 02467  
(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:

SAM MILLER - 327 HEATH STREET, CHESTNUT HILL, MA  
GEOFFREY BERNSTEIN - " " 02467  
MICHAEL BERNSTEIN - " "

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: \_\_\_\_\_

REAL ESTATE INVESTMENT

[Signature] 8-13-11  
(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.)

SAMUEL A. MILLER  
Typed or printed name of signee

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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:

SMG PROPERTIES, LLC

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

SMG Income Properties, LLC

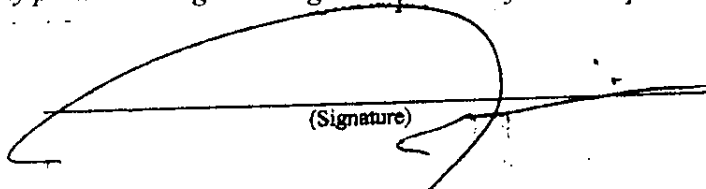
2. The name and the Florida street address of the registered agent and office are:

SPENCER BRYANT SIEGEL, ESQ.  
(Name)  
SIEGEL, SIEGEL, & WRIGHT

1600 SOUTH DIXIE HIGHWAY, SUITE 300  
Florida Street Address (P.O. Box NOT ACCEPTABLE)

BOCA RATON, FL 33432  
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





William Francis Galvin  
Secretary of the  
Commonwealth

*The Commonwealth of Massachusetts*  
*Secretary of the Commonwealth*  
*State House, Boston, Massachusetts 02133*

Date: August 12, 2011

To Whom It May Concern :

I hereby certify that a certificate of organization of Limited Liability Company was filed

in this office by

**SMG PROPERTIES, LLC**

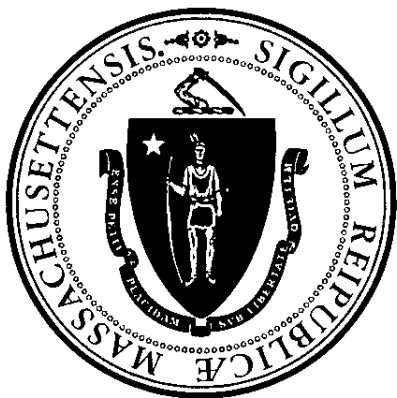
in accordance with the provisions of Massachusetts General Laws, Chapter 156C, on

**May 16, 2011.**

I further certify that said Limited Liability Company has not filed a Certificate of Cancellation;

that said Limited Liability Company has not been administratively dissolved; and that, so far as

appears of record, said Limited Liability Company has legal existence.



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

*William Francis Galvin*

Secretary of the Commonwealth

Certificate Number: 11084102340

Verify this Certificate at: <http://corp.sec.state.ma.us/corp/Certificates/Verify.asp>

Processed by: tad