

M11000005400

(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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B. KOHR

OCT 27 2011

EXAMINER



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10/19/11--01021--002 **155.00

RECEIVED

11 OCT 19 AM 11:28

SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

11 OCT 19 PM 12:27

C. LEWIS

OCT 19 2011

EXAMINER

W11-536-595



CT Corporation

1203 Governors Square Blvd.
Suite 101
Tallahassee, FL 32301-2960

850 222 1092 tel
850 222 7615 fax
www.ctcorporation.com

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 OCT 19 PM 12:27

October 19, 2011

Department of State, Florida
Clifton Building
2611 Executive Center Circle
Tallahassee FL 32301

Re: Order #: 8276083 SO
Customer Reference 1: Directs filing
Customer Reference 2: None Given

Dear Department of State, Florida:

Please obtain the following:

EAS Holdings, LLC (NC)
Registration
Florida

WI CC

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Connie R Bryan
Senior Fulfillment Specialist
Connie.Bryan@wolterskluwer.com

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: EAS Holdings, 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:

Sharon O'Brien

Name of Person

Brooks Pierce McLendon Humphrey & Leonard

Firm/Company

P.O. Box 26000

Address

Greensboro, North Carolina 27420

City/State and Zip Code

mgrubbs@easinc.net

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

For further information concerning this matter, please call:

Sharon O'Brien

at (336)

232-4684

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 OCT 19 PM 12:27



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 19, 2011

C T CORPORATION

SUBJECT: EAS HOLDINGS, LLC
Ref. Number: W11000053653

RE-SUBMIT
Please retain original filing
date of submission 10/19

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 OCT 19 PM 12:27

We have received your document for EAS HOLDINGS, LLC and your check(s) totaling \$155.00. 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."

If you have any further questions concerning your document, please call (850) 245-6047.

Carolyn Lewis
Regulatory Specialist II
Registration/Qualification Section

Letter Number: 811A00023954



CT Corporation

1203 Governors Square Blvd.
Suite 101
Tallahassee, FL 32301-2960

850 222 1092 tel
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October 27, 2011

Department of State, Florida
Clifton Building
2611 Executive Center Circle
Tallahassee FL 32301

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 OCT 19 PM 12:27

Re: Order #: 8276083 SO
Customer Reference 1: Directs filing
Customer Reference 2: None Given

Dear Department of State, Florida:

Please obtain the following:

EAS Holdings, LLC (NC)
Registration
Florida

w/ Certified Copy

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Connie R Bryan
Senior Fulfillment Specialist
Connie.Bryan@wolterskluwer.com

**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. EAS Holdings, LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

ENVAIRSYS HOLDINGS, 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. North Carolina 3. _____
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. October 7, 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. 521 Banner Avenue
Greensboro, North Carolina 27401
(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:

Environmental Air Systems, Inc.
521 Banner Avenue
Greensboro, North Carolina 27401

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: to engage in activities permitted by
law, including but not limited to, the manufacturing, installation and selling of heating and air conditioning equipment

James R. Bullock, Jr.
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.)

Environmental Air Systems, Inc., Manager by James R. Bullock, Jr. - President

Typed or printed name of signer

FILED
STATE
SECRETARY OF CORPORATIONS
DIVISION
OCT 19 PM 12:27

**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:

EAS Holdings, 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:

C T Corporation System

(Name)

1200 South Pine Island Road

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

Plantation

FL 33324

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.

C T Corporation System

By:

Connie Bryan
(Signature)

Connie Bryan
Assistant Secretary

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

**JOINT ACTION OF THE MEMBER AND MANAGER
OF
EAS HOLDINGS, LLC
WITHOUT MEETING FORMALLY CONVENED**

The undersigned, being the sole Member and Manager of EAS Holdings, LLC, a North Carolina limited liability company (the "Company"), hereby waives notice and formal convening of a meeting of the Member and Manager of the Company and adopts the following resolutions by its written consent hereto:

RESOLVED, that the Company shall operate under the assumed name "ENVAIRSYS Holdings, LLC" in the State of Florida, and the Manager of the Company is hereby authorized, directed and empowered in the name and on behalf of the Company, now or in the future, to take all such further action, perform such further duties and execute and deliver or file such additional agreements, documents, applications, instruments, certificates and limited liability company papers in connection with or relating to the foregoing resolution, or as the Manager may otherwise deem necessary or desirable in order to accomplish the purpose and intent of the foregoing resolution, the taking of such action, the performance of such duties and the execution and delivery of such agreements, documents, applications, instruments, certificates or limited liability company papers to be conclusive with regard to such necessity or desirability; and

RESOLVED, that this Joint Action may be executed in one or more counterparts and/or by facsimile or .pdf signatures.

Effective as of the 26th day of October, 2011.

MEMBER AND MANAGER:

ENVIRONMENTAL AIR SYSTEMS, INC.

By: 

Name: James R. Bullock, Jr.

Title: President and Chief Executive Officer



NORTH CAROLINA

Department of the Secretary of State

CERTIFICATE OF EXISTENCE (Limited Liability Company)

I, Elaine F. Marshall, Secretary of State of the State of North Carolina, do hereby certify that

EAS HOLDINGS, LLC

is a limited liability company duly formed under the laws of the State of North Carolina, having been formed on the 7th day of October, 2011, with its period of duration being Perpetual.

I FURTHER certify that the said limited liability company's articles of organization are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said limited liability company is not administratively dissolved for failure to comply with the provisions of the North Carolina Limited Liability Company Act; and that the said limited liability company has not filed articles of dissolution as of this date of this certificate.

IN WITNESS WHEREOF, I have hereunto set
my hand and affixed my official seal at the City
of Raleigh, this 14th day of October, 2011.

Elaine F. Marshall

Secretary of State

