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(Requestor's Name)

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(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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01/17/12--01001--001 \*\*638.75

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DIVISION OF CORPORATIONS  
12 JAN 12 PM 3:12

68885-H09

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** RE/MAX, 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:

Corine MacAdams

Name of Person

RE/MAX, LLC

Firm/Company

5075 S. Syracuse Street

Address

Denver, CO 80237

City/State and Zip Code

cmacadams@remax.com

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

For further information concerning this matter, please call:

Corine MacAdams

Name of Person

at ( 303 ) 796-3678

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



RECEIVED

12 JAN 12 PM 4:00

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

November 21, 2011

CORINE MACADAMS  
RE/MAX, LLC  
5075 S SYRACUSE ST  
DENVER, CO 80234

SUBJECT: RE/MAX, LLC  
Ref. Number: W11000058887

We have received your document for RE/MAX, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to the application submitted to this office, this entity transacted business in the state of Florida before properly registering with the Florida Department of State, Division of Corporations. Consequently, a \$500 civil penalty and an annual report filing fee for each year the entity failed to properly file a Florida annual report are due this office. Based on the date entered on the application, the civil penalty and annual report filing fees total \$638.75.

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 Company," "L.C.," and "LC".

Please return the corrected original and one copy of 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) 245-6855.

Tammy Hampton  
Regulatory Specialist II  
Registration/Qualification Section

Letter Number: 111A00026310



November 16, 2011

**Sent via Federal Express**

Florida Department of State  
Division of Corporations  
Registration Section  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

RE: RE/MAX, LLC

To Whom This May Concern:

Enclosed please find an executed Application By Foreign Limited Liability Company for Authorization to Transact Business in Florida for RE/MAX, LLC (the "Company"). Also enclosed is an original Certificate of Good Standing for the Company and a check in the amount of \$125.00 as payment of the required filing fee.

If you have any questions regarding the enclosed application, I may be contacted directly at 303.796.3678 or by email at [cmacadams@remax.com](mailto:cmacadams@remax.com).

Respectfully submitted,

Corine E. MacAdams  
Senior Paralegal

Enclosures

**RE/MAX**, LLC  
WORLD HEADQUARTERS

5075 South Syracuse • Denver, CO 80237-2712 • Tel: 303.770.5531



January 11, 2012

**Sent via Federal Express**

Ms. Tammy Hampton  
Regulatory Specialist II  
Florida Department of State  
Division of Corporations  
2661 Executive Center Circle  
Tallahassee, FL 32301

RE: RE/MAX, LLC; Ref. Number: W11000058887

Dear Ms. Hampton:

Pursuant to our telephone conversation on January 3, 2012, enclosed please find a written statement from Geoffrey Lewis, an officer of RE/MAX, LLC, with respect to our ownership of the trademark registered in Florida (Corp. Number: T03955).

Pursuant to the instructions in your letter dated November 21, 2011, also enclosed is RE/MAX, LLC's original application submitted in November 2011, a copy of your November letter and a check in the amount of \$638.75 as payment in full of the civil penalty and annual report filing fees.

Should you require additional information in order to process RE/MAX, LLC's application for authorization to transact business in the state of Florida, I may be contacted directly at 303.796.3678 or by email at [cmacadams@remax.com](mailto:cmacadams@remax.com).

Sincerely,

Corine E. MacAdams  
Senior Paralegal

Enclosures

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**RE/MAX**, LLC  
WORLD HEADQUARTERS

5075 South Syracuse • Denver, CO 80237-2712 • Tel: 303.770.5531



January 11, 2012

Ms. Tammy Hampton  
Regulatory Specialist II  
Florida Department of State  
Division of Corporations  
2661 Executive Center Circle  
Tallahassee, FL 32301

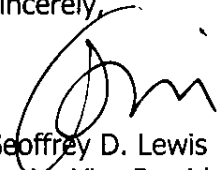
RE: RE/MAX, LLC; Ref. Number: W11000058887

Dear Ms. Hampton:

In response to your letter to Corine MacAdams dated November 21, 2011, please be advised that RE/MAX, LLC formerly known as RE/MAX International, Inc. owns the trademark referenced in your letter (Corporate Number: T03955).

Please note that in April 2010, RE/MAX International, Inc. formally converted from a Colorado corporation to a Delaware limited liability company and is now known as RE/MAX, LLC. In 2007, the company relocated its corporate offices from East Crescent Parkway in Greenwood Village to South Syracuse Street in Denver.

Sincerely,



Geoffrey D. Lewis  
Senior Vice President, Chief Legal Officer and Secretary  
RE/MAX, LLC

Enclosures

**RE/MAX** LLC  
WORLD HEADQUARTERS

5075 South Syracuse • Denver, CO 80237-2712 • Tel: 303.770.5531

**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. RE/MAX, 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. Delaware

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

3. 84-0678065

(FEI number, if applicable)

4. April 15, 2010

(Date of Organization)

5. perpetual

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

6. January 2010

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

7. 5075 S. Syracuse Street

Denver, CO 80237

(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: The company markets and sells real estate franchises

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.)

Geoffrey D. Lewis, SVP and Secretary of RMCO, LLC (sole Member of RE/MAX LLC)

Typed or printed name of signee

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
12 JAN 12 PM 3:12



**RE/MAX, LLC**  
**Board of Managers**

<u><b>Name</b></u>	<u><b>Business Address</b></u>
David L. Liniger	5075 S. Syracuse Street, Denver, CO 80237
Gail A. Liniger	5075 S. Syracuse Street, Denver, CO 80237
Daryl Jesperson	5075 S. Syracuse Street, Denver, CO 80237
Margaret M. Kelly	5075 S. Syracuse Street, Denver, CO 80237
Vincent J. Tracey	5075 S. Syracuse Street, Denver, CO 80237
Gilbert "Chip" Baird	5075 S. Syracuse Street, Denver, CO 80237
Richard O. Covey	5075 S. Syracuse Street, Denver, CO 80237
Roger J. Dow	5075 S. Syracuse Street, Denver, CO 80237
David Ferguson	5075 S. Syracuse Street, Denver, CO 80237
Ronald Harrison	5075 S. Syracuse Street, Denver, CO 80237
Daniel Predovich	5075 S. Syracuse Street, Denver, CO 80237

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DIVISION OF CORPORATIONS  
12 JAN 12 PM 3:12

**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:

RE/MAX, 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:

CT Corporation

(Name)

1200 South Pine Island Road

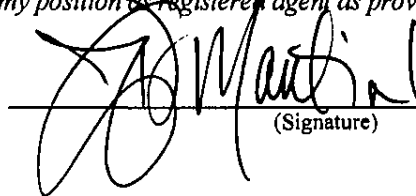
Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

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.*

  
\_\_\_\_\_  
(Signature)

James Martin  
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)

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DIVISION OF CORPORATIONS  
12 JAN 12 PM 3:12

# Delaware

PAGE 1

*The First State*

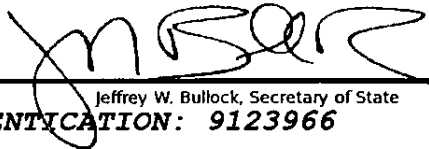
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RE/MAX, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-EIGHTH DAY OF OCTOBER, A.D. 2011.



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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 9123966

DATE: 10-28-11