

m 12000003285

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

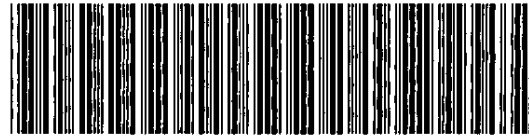
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900235871339

06/11/12--01011--008 **125.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 JUN 11 AM 11:23

JUN 12 2012
T. HAMPTON

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: LIPIN 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:

Heather Greathouse

Name of Person

Frank Weinberg & Black, P.L.

Firm/Company

1800 N. Military Trail, Ste. 170

Address

Boca Raton, FL 33431

City/State and Zip Code

gus@thehive.com

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

For further information concerning this matter, please call:

Heather Greathouse

Name of Person

at (561)

395-3350

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

THE LAW FIRM OF
FRANK • WEINBERG • BLACK, P. L.

JILL B. BERKMAN
DAVID W. BLACK
STEVEN W. DEUTSCH
STEVEN C. ELKIN
NEIL G. FRANK
E. J. GENEROTTI
JACQUELINE A. GRADY***
LEORAH G. GREENMAN*
BRUCE HURWITZ
MICHAEL A. KAMMER
STEVEN B. KATZ

JOEL MARTIN McTAGUE**
CONSTANTINA ALEXANDROU MIRABILE
RANDY J. NATHAN*
MARC A. SILVERMAN
ROBERT T. SLATOFF
MARIA P. SPILIOPOULOS*
ANASTASIOS TOM SPYREDES
DAVID NEAL STERN
LEANNE B. WAGNER
STEVEN A. WEINBERG
*MEMBER NEW YORK BAR
**MEMBER D. C. BAR
***MEMBER P. A. BAR

June 8, 2012

VIA FEDERAL EXPRESS

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

RE: Lipin Holdings, LLC, a Delaware limited liability company
Our File No. 14303.002

To Whom It May Concern:

Enclosed please find this firm's check in the amount of \$125.00 made payable to Florida Division of Corporations representing the filing fee for the foreign limited liability registration to transact business in Florida in connection with the above referenced Delaware limited liability company.

In addition, enclosed please find the original fully executed application by foreign limited liability company for authorization to transact business in Florida along with the executed *certificate of designation of registered agent/registered office* and Delaware Certificate of Good Standing. Please register the above Delaware to transact business in Florida. Should you have any questions, please do not hesitate to contact me.

Very truly yours,
FRANK, WEINBERG & BLACK, P.L.



HEATHER GREATHOUSE
Paralegal
For the Firm

Enclosures

REPLY TO

1800 BOCA CENTER, 1800 N. MILITARY TRAIL • SUITE 170 • BOCA RATON, FL 33431
TELEPHONE (561) 395-3350 • FAX (561) 395-3339

7805 S.W. 6TH COURT • PLANTATION, FL 33324
BROWARD (954) 474-8000 • FAX (954) 474-9850

**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. Lipin Holdings, 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. 45-4720896

(FEI number, if applicable)

4. March 7, 2012

(Date of Organization)

5. Perpetual

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

6. N/A

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

7. 40 E. Main Street, Suite 162

Newark, DE 19711

(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:

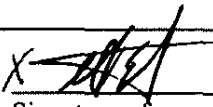
Gustaf Lipin, Managing Member

40 E. Main Street, Suite 162

Newark, DE 19711

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: Any and all lawful business



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.)

Gustaf Lipin

Typed or printed name of signee

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 JUN 11 AM 11:23

**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:

LIPIN 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:

Frank, Weinberg, & Black, P.L.

(Name)

7805 SW 6th Court

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.

Leonard Whelan

(Signature)

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 JUN 11 AM 11:23

Delaware

PAGE 1

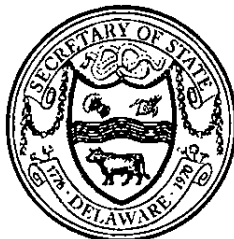
The First State


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LIPIN HOLDINGS, 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 SEVENTEENTH DAY OF MAY, A.D. 2012.

5120619 8300

120539409

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9580112

DATE: 05-17-12