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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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(Business Entity Name)

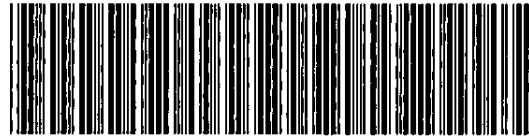
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J. SAULSBERRY
EXAMINER
SEP 21 2012



Office of the General Counsel
PO Box 1432, Alexandria, VA 22313-2032

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

Please overnight.

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

SUBJECT: Application by Foreign LLC for authorization to transact business in Florida.

To whom it may concern:

Please see the enclosed Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, Certificate of Designation of Registered Agent/Registered Office, Certificate of Fact from the Commonwealth of Virginia State Corporation Commission, and a check in the amount of \$135.00 payable to the Florida Department of State.

The enclosed Certificate of Fact issued by the Virginia State Corporation Commission ("VSCC") is not a photocopy. The VSCC issues the Certificate of Fact via their website. Authenticity is determined by the "Document Control Number" under the VSCC seal.

If you have any questions or need anything further please feel free to contact me anytime by telephone at 703-838-1208 or by e-mail at william.heyer@penfed.org. Thank you for your assistance in this matter.

Sincerely yours,

William D. Heyer
Assistant General Counsel

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FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

Attached are the instructions to register a foreign limited liability company to transact business in Florida. The requirements are as follows:

- Pursuant to s. 608.503(1), Florida Statutes, the attached application must be completed in its entirety.
- The foreign limited liability company **must** submit 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.
- The name of a limited liability company must be distinguishable on the records of the Florida Department of State. If the name of your limited liability company is not distinguishable on our records, you must adopt an alternative name to use in the state of Florida. To adopt an alternate name, you must submit a copy of the written consent of the managers or managing members adopting the alternate name. You may download a fill-in-the-blank consent from our website at www.sunbiz.org.
- The name of a limited liability company in the state of Florida must end with the words "Limited Liability Company," The abbreviation "L.L.C.," or the designation "LLC."

A preliminary search for name availability can be made on the Internet through the Division's records at www.sunbiz.org. Preliminary name searches and name reservations are no longer available from the Division of Corporations. You are

responsible for any name infringement that may result from your name selection.

- **The fees to register are as follows:**

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

- **Important Information About the Requirement to File an Annual Report**

All Foreign Limited Liability Companies must file an Annual Report yearly to maintain "active" status. The first report is due in the year following formation. The report must be filed electronically online between January 1st and May 1st. The fee for the annual report is \$138.75. After May 1st a \$400 late fee is added to the annual report filing fee. "Annual Report Reminder Notices" are sent to the e-mail address you provide us when you submit this document for filing. To file any time after January 1st, go to our website at www.sunbiz.org. There is no provision to waive the late fee. Be sure to file before May 1st.

- A letter of acknowledgment will be issued free of charge upon registration. Please submit one check made payable to the Florida Department of State for the total amount of the filing fee and any optional certificate or copy.
- A COVER letter should be submitted along with the application, certificate, and check. The mailing address and courier address are noted below.

Any further inquiries concerning this matter should be directed to the Registration Section by calling (850) 245-6051.

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

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: PenFed Realty, 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:

Office of the General Counsel - William D. Heyer

Name of Person

Pentagon Federal Credit Union

Firm/Company

2930 Eisenhower Ave

Address

Alexandria, VA 22314

City/State and Zip Code

william.heyer@penfed.org

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

For further information concerning this matter, please call:

William Heyer

Name of Person

at (703) 838-1208

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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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

+ 1 additional
Certificate
of Status
check = \$135.00
PK

**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. PenFed Realty, 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. Virginia

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

3. 51-0558705

(FEI number, if applicable)

4. November 02, 2005

(Date of Organization)

5. Perpetual

(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. 2930 Eisenhower Ave, Alexandria, VA 22314

(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:

Please see Attachment 1

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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 Brokerage

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.)

James R. Schenck

Typed or printed name of signee

**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:

PenFed Realty, 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

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TALLAHASSEE, FLORIDA

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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: Michele Henry

(Signature)

Michele Henry
Assistant VP

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

ATTACHMENT 1

FRANK R. POLLACK
2930 EISENHOWER AVENUE
ALEXANDRIA VA 22314

CHRISTOPHER J. FLYNN
2930 EISENHOWER AVENUE
ALEXANDRIA VA 22314

RODERICK B. MITCHELL
2930 EISENHOWER AVENUE
ALEXANDRIA VA 22314

JAMES R. SCHENCK
2930 EISENHOWER AVENUE
ALEXANDRIA VA 22314

LISA N. JENNINGS
2930 EISENHOWER AVENUE
ALEXANDRIA VA 22314

DEBORAH AMES NAYLOR
2930 EISENHOWER AVENUE
ALEXANDRIA VA 22314

IAN M. HARPER
2930 EISENHOWER AVENUE
ALEXANDRIA VA 22314

KEVYN MYERS
2930 EISENHOWER AVENUE
ALEXANDRIA VA 22314

KEVIN A. WILES
11864 SUNRISE VALLEY DRIVE, #101
RESTON VA 20191

ANNETTE SLATER
14603 HUEBNER ROAD
SAN ANTONIO TX 78230

JUDITH ANNE RUDAT
44080 FERNCLIFF TERRACE
ASHBURN VA 20147

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TALLAHASSEE, FLORIDA

Commonwealth of Virginia



State Corporation Commission

CERTIFICATE OF FACT

I Certify the Following from the Records of the Commission:

That PenFed Realty, LLC is duly organized as a limited liability company under the law of the Commonwealth of Virginia;

That the date of its organization is November 2, 2005; and

That the limited liability company is in existence in the Commonwealth of Virginia as of the date set forth below.

Nothing more is hereby certified.

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TALLAHASSEE, FLORIDA

*Signed and Sealed at Richmond on this Date:
September 11, 2012*



Joel H. Peck

Joel H. Peck, Clerk of the Commission