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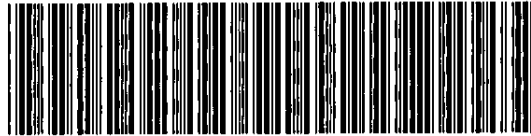
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EXAMINER

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EXAMINER



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12 OCT 17 PM 1:43

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12 OCT 17 PM 4:17

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DEPARTMENT OF STATE



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 384795 7836405

AUTHORIZATION :

COST LIMIT : \$125,400

12 OCT 17 PM 1:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : October 17, 2012

ORDER TIME : 3:08 PM

ORDER NO. : 384795-005

CUSTOMER NO: 7836405

FOREIGN FILINGS

NAME: TSD INVESTMENTS, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap -- EXT# 52951

EXAMINER: \_\_\_\_\_

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** TSD INVESTMENTS, 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:

Gregory St. John

Name of Person

Kopelowitz Ostrow P.A.

Firm/Company

700 South Federal Highway, Suite 200

Address

Boca Raton, FL 33432

City/State and Zip Code

agonzalez@mdc-ss.com

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

For further information concerning this matter, please call:

Gregory St. John

Name of Person

at (561)

910-3072

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  
12 OCT 17 PM 1:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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. TSD INVESTMENTS, LLC

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

TSD INVESTMENTS OF FT. LAUDERDALE, 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. 27-2544001

(FEI number, if applicable)

4. 05/10/2010

(Date of Organization)

5. Perpetual

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

6. Have not yet transacted business in Florida.

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

7. 110 East Broward Boulevard, Suite 2450 Ft. Lauderdale, FL 33301

(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:

Daniel Gregory, Manager, 110 East Broward Boulevard, Suite 2450 Ft. Lauderdale, FL 33301

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 own investments

and other property and to engage in any legal business authorized by law.

X Daniel H. Gregory  
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.)

Daniel Gregory

Typed or printed name of signee

FILED  
12 OCT 17 PM 1:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**WRITTEN CONSENT OF MANAGER**

of TSD INVESTMENTS, LLC

The undersigned, being the sole Manager of TSD INVESTMENTS, LLC, a Delaware limited liability company ("Company"), does hereby consent and subscribe to the following acts and resolutions:

**WHEREAS**, in order to conduct certain business, it is in the Company's best interests to file an application to qualify to transact business in the State of Florida ("Application"); and

**WHEREAS**, the Company's name "TSD INVESTMENTS, LLC" is not available for use according to the records of the Secretary of State, State of Florida and in order to file the Application the Company will have to adopt an alternate name; and

**NOW, THEREFORE, BE IT**

**RESOLVED**, that the Company shall file the Application; and be it

**FURTHER RESOLVED**, that for the purposes of the Application, the Company hereby adopts the following alternate name: TSD INVESTMENTS OF FT. LAUDERDALE, LLC and all business conducted in Florida shall be under that name; and be it

**FURTHER RESOLVED**, that the Manager and officers of the Company are hereby authorized and directed to execute any other documents, in the name and on behalf of the Company, or to take such additional action, and to pay all such expenses, which in their judgment shall be deemed necessary, proper or advisable in order to fully carry out the intent and to effectuate the purposes of these resolutions.

This Written Consent may be executed in any number of counterparts, each of which shall be deemed an original for all purposes and all of which together shall constitute one and the same Written Consent.

IN WITNESS WHEREOF, the undersigned, being the sole Manager of the Company, has executed this Written Consent as of the dates set forth below.

Date: October 17, 2012

  
Daniel Gregory, Manager

**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:

TSD INVESTMENTS, LLC

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

TSD INVESTMENTS OF FT. LAUDERDALE, LLC

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

Jeff Ostrow

(Name)

Kopelowitz Ostrow P.A., 200 S.W. 1st Ave, 12th Floor

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

Ft Lauderdale

FL 33301

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.*

By: 

(Signature)

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

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TSD INVESTMENTS, 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 OCTOBER, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TSD INVESTMENTS, LLC" WAS FORMED ON THE TENTH DAY OF MAY, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

4821401 8300

121139408

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: 9923723

DATE: 10-17-12