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GESS MATTINGLY & ATCHISON, P.S.C.

A TRADITION *of* EXCELLENCE

December 27, 2012

Natalie S. Wilson  
C. Timothy Cone  
William W. Allen  
Guy M. Graves  
Walter R. Morris, Jr.  
John T. Hamilton  
Jeffrey R. Walker  
Elizabeth S. Hughes  
Stephen P. Stoltz  
Lori B. Shelburne  
Samuel G. Carneal  
Huston B. Combs  
Nora A. Koffman  
Benjamin D. Allen  
Jessica R. Sharpe

William B. Gess  
(1906-1985)  
John G. Atchison, Jr.  
(1924-2002)  
Jack F. Mattingly  
(1921-2006)  
Joseph H. Miller  
(1944-2011)

Special Counsel:  
James E. Keller

Of Counsel:  
William R. Hilliard, Jr.

**Via Federal Express**

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

Re: Kimbrough & Associates, LLC

To Whom It May Concern:

Enclosed please find an original and two (2) copies of an Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida for Kimbrough & Associates, LLC, together with a Certificate of Existence issued by the Kentucky Secretary of State on December 19, 2012, and a check in the amount of \$125.00.

Please file and return the file-stamped copies to me. Thank you for your assistance.

Kind regards,

Stephen P. Stoltz

SPS:jk  
Encls.

cc: Mr. Les K. Kimbrough  
Ms. Beth B. Burgess, CPA (w/ encls.)

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**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Kimbrough & Associates, 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:

Stephen P. Stoltz

Name of Person

Gess Mattingly & Atchison, P.S.C.

Firm/Company

201 West Short Street

Address

Lexington, Kentucky 40507

City/State and Zip Code

sstoltz@gmalaw.com

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

For further information concerning this matter, please call:

Stephen P. Stoltz at 859 252-9000

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

**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. **Kimbrough & Associates, 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. **Kentucky**

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

3. **20-1198083**

(FEI number, if applicable)

4. **June 2, 2004**

(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. **2506 Lakeland Drive, Suite 401**

**Flowood, Mississippi 39232**

(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:

LESLIE K. KIMBROUGH (MGRM) 2461 WEST STATE RD 426, STE 2061  
OVIEDO, FL 32765

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: **insurance sales**  
**and management**

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.)

**Leslie K. Kimbrough**

Typed or printed name of signee

FILED  
12 DEC 28 PM 2:58  
SEC. OF STATE  
TALLAHASSEE, FLORIDA

**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:

**Kimbrough & Associates, LLC**

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

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

**Leslie K. Kimbrough**

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(Name)

**2461 West State Road 426, Suite 2061**

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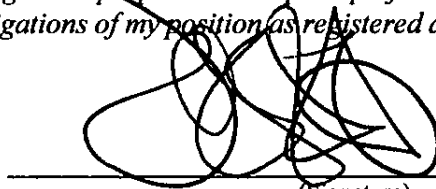
Florida Street Address (P.O. Box NOT ACCEPTABLE)

**Oviedo, FL 32765**

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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)

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

**Commonwealth of Kentucky**  
**Alison Lundergan Grimes, Secretary of State**

Alison Lundergan Grimes  
Secretary of State  
P. O. Box 718  
Frankfort, KY 40602-0718  
(502) 564-3490  
<http://www.sos.ky.gov>

**Certificate of Existence**

Authentication number: 133923

Visit <https://app.sos.ky.gov/ftshow/certvalidate.aspx> to authenticate this certificate.

I, Alison Lundergan Grimes, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

**KIMBROUGH & ASSOCIATES, LLC**

is a limited liability company duly organized and existing under KRS Chapter 14A and KRS Chapter 275, whose date of organization is June 2, 2004 and whose period of duration is perpetual.

I further certify that all fees and penalties owed to the Secretary of State have been paid; that articles of dissolution have not been filed; and that the most recent annual report required by KRS 14A.6-010 has been delivered to the Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 19<sup>th</sup> day of December, 2012, in the 221<sup>st</sup> year of the Commonwealth.



*Alison Lundergan Grimes*

Alison Lundergan Grimes  
Secretary of State  
Commonwealth of Kentucky  
133923/0587477