

# M13000001487

\_\_\_\_\_  
(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



200244977502

03/07/13--01003--017 \*\*125.00

RECEIVED

13 MAR -6 PM 3:41

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


FILED

2013 MAR -6 PM 10:03

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MAR - 8 2013

T CLINE

  
CORP DIRECT AGENTS, INC. (formerly CCRS)  
515 EAST PARK AVENUE  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

CONTACT: RICKY SOTO

DATE: 03/06/2013

REF. #: 002131.182079

CORP. NAME: TRANQUILITY BASE, LLC doing business in Florida as TRANQUILITY BASE MANAGEMENT, LLC

- |   |   |  |
|---|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION        | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT                    | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME         |
| <input checked="" type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT                    | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL              |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION      |   |  |
| <input type="checkbox"/> OTHER:                           |   |  |

STATE FEES PREPAID WITH CHECK# 103777 FOR \$ 125.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

\_\_\_\_\_ COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> CERTIFIED COPY        | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input checked="" type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS |   |  |

Examiner's Initials

2013 MAR -6 AM 10:05  
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. Tranquility Base, LLC**

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

Tranquility Base Management, 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. 46-1013429**

(FEI number, if applicable)

**4. September 7, 2012**

(Date of Organization)

**5. Perpetual**

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

**6. upon registration**

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

**7. 80 South Sixth Street, Suite 700**

Minneapolis, MN 55402

(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:**

Jim Hays, Chairman, 80 South Sixth Street, Suite 700, Minneapolis, MN 55402

Kurt Rasmussen, President, 80 South Sixth Street, Suite 700, Minneapolis, MN 55402

Steve Lerum, Secretary and Treasurer, 80 South Sixth Street, Suite 700, Minneapolis, MN 55402

**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:**

Management company.

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.)

Stephen T. Lerum, Secretary

Typed or printed name of signee

FILED  
2013 MAR - 6 AM 10:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**WRITTEN ACTION IN LIEU OF MEETING  
OF THE BOARD OF MANAGERS  
OF  
TRANQUILITY BASE, LLC**

The undersigned, being all the members of the Board of Managers (the "Board") of Tranquility Base, LLC, a Delaware limited liability company (the "Company"), acting pursuant to the provisions of Section 18-402 of the Delaware Limited Liability Company Act, consent to the adoption of and do hereby adopt the following resolutions, effective as of October 1, 2012:

**Adoption of Alternate Name For Use in the State of Florida**

WHEREAS, the Company's name is not available for use in the State of Florida; and

WHEREAS, the Board has determined that it would be in the best interests of the Company to adopt the alternate name "**Tranquility Base Management, LLC**" to transact business in the State of Florida.

NOW, THEREFORE, RESOLVED, that the Board of Directors approves and adopts the alternate name "**Tranquility Base Management, LLC**" for the sole use to transact business in the State of Florida.

FURTHER RESOLVED, that the officers of the Company are, and any one of them is, fully authorized and directed to file all applications, make all certifications and take all such other actions as are appropriate and necessary for obtaining a Certificate of Authority from the State of Florida under the above referenced alternate name.

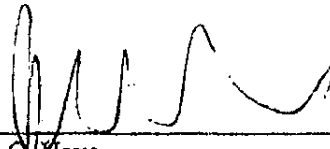
**Counterpart Signatures**

RESOLVED, that this Written Action in Lieu of Meeting may be executed in any number of counterparts and transmitted via email or facsimile, which counterparts, when taken together, will constitute one original.

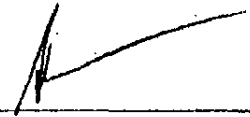
**\*\*\*Signature page follows\*\*\***

SECRETARY OF STATE  
OFFICE OF THE CLERK  
2013 APR -6 PM 10:03

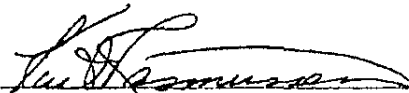
IN WITNESS WHEREOF, the undersigned have executed this written action as of the date first written above.



James C. Hays



Stephen Lerum



Kurt Rasmussen

5243220

2013 APR - 6 PM 03  
SECRETARY 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:

Tranquility Base, LLC

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

Tranquility Base Management, LLC

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

NRAI Services, Inc.

(Name)

1200 South Pine Island Road

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

Plantation

FL

33324

City/State/Zip

2013 F&R-6 IM D: 03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*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.*

NRAI Services, Inc.

(Signature)

Jackie Bernu, 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) |

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TRANQUILITY BASE, 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 SIXTH DAY OF MARCH, A.D. 2013.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TRANQUILITY BASE, LLC" WAS FORMED ON THE SEVENTH DAY OF SEPTEMBER, A.D. 2012.

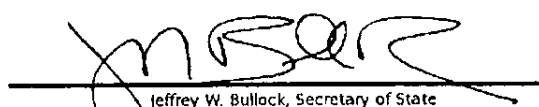
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

5209846 8300

130281018

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: 0262226

DATE: 03-06-13