

M14000003273

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

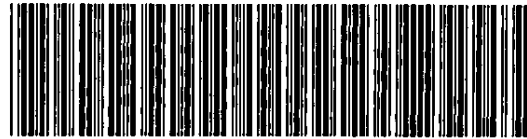
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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04/14/14--01013--011 **125.00

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2014 MAY 13 PM 1:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY 14 2013

T. HAMPTON

68832-4109

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: VBIDF, 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:

Scott A. St.Clair

Name of Person

St.Clair & Greschler, P.C.

Firm/Company

3100 Arapahoe Ave., Ste. 503

Address

Boulder, Colorado 80303

City/State and Zip Code

sas@stcglaw.com

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

For further information concerning this matter, please call:

Cynthia M. Bolinger

Name of Contact Person

at **303**

Area Code

440-7500

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



A Professional Corporation

SCOTT A. ST. CLAIR

IRA E. GRESCHLER

DIPAK P. PATEL

Attorneys at Law

April 9, 2014

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

RE: IDF, LLC

Dear Clerk:

Enclosed please find Application by Limited Liability Company for Authorization to Transact Business in Florida, together with a copy for date stamp and return to our offices in the enclosed SASE.

I have attached hereto our check in the amount of \$125.00 for the filing of same.

Please contact me should there be any questions regarding this document.

Thank you.

Sincerely,

A handwritten signature in cursive script, reading "Cynthia M. Bolinger".

Cynthia M. Bolinger
Enclosures



A Professional Corporation

SCOTT A. ST. CLAIR

IRA E. GRESCHLER

DIPAK P. PATEL

Attorneys at Law

April 9, 2014

Division of Corporations
Registration Section
Attn: Tammy Hampton
P.O. Box 6327
Tallahassee, FL 32314

RE: VBIDF, LLC, formerly known as IDF, LLC

Dear Tammy:

Per our prior conversation, enclosed please find Application by Limited Liability Company for Authorization to Transact Business in Florida, together with a copy for date stamp and return to our offices in the enclosed SASE.

I have also enclosed the Colorado Certificate of Good Standing (and the Amended Articles of Incorporation, for your reference)

Please contact me should there be any questions regarding this document.

Thank you.

Sincerely,

A handwritten signature in cursive script, reading "Cynthia M. Bolinger".

Cynthia M. Bolinger
Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 6, 2014

SCOTT A ST CLAIR
ST CLAIRE & GRESCHLER PC
3100 ARAPAHOE AVE - STE 503
BOULDER, CO 80303

SUBJECT: IDF, LLC
Ref. Number: W14000023889

We have received your document for IDF, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of your limited liability company is not available in the state of Florida since it is the same as, or it is not distinguishable from the name of an existing entity on our records. Therefore, the limited liability company must select an alternate name for use in the state of Florida.

Please insert the alternate name in the space provided on the application form.

The alternate name must contain the words "Limited Liability Company," the abbreviation "L.L.C.," or the designation "LLC." The following suffixes are no longer acceptable: "Limited Company," "L.C.," and "LC". The abbreviations "Ltd." and "Co.," also are no longer acceptable.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Tammy Hampton
Regulatory Specialist III

Letter Number: 514A00008091



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 15, 2014

SCOTT A ST CLAIR
ST CLAIE & GRESCHLER PC
310 ARAPAHOE AVE - STE 503
BOULDER, CO 80303

SUBJECT: IDF, LLC
Ref. Number: W14000023889

We have received your document for IDF, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of your limited liability company is not available in the state of Florida since it is the same as, or it is not distinguishable from the name of an existing entity on our records. Therefore, the limited liability company must select an alternate name for use in the state of Florida.

Please insert the alternate name in the space provided on the application form.

The alternate name must contain the words "Limited Liability Company," the abbreviation "L.L.C.," or the designation "LLC." The following suffixes are no longer acceptable: "Limited Company," "L.C.," and "LC". The abbreviations "Ltd." and "Co.," also are no longer acceptable.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Tammy Hampton
Regulatory Specialist III

Letter Number: 514A00008091

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A
FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. VBIDF, 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. The alternate name must include "Limited Liability Company," "L.L.C.," or "LLC.")

2. Colorado

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

3. 46-4446938

(FBI number, if applicable)

4. _____

(Date first transacted business in Florida, if prior to registration.)
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. 3100 Arapahoe Ave., Ste. 503

Boulder, Colorado 80303

(Street Address of Principal Office)

6. 3100 Arapahoe Ave., Ste. 503

Boulder, Colorado 80303

(Mailing Address)

2014 MAY 13 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

7. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:

Matthew D. Mulligan, Manager, 2300 Fifth Avenue, Vero Beach, Florida, 32960

8. 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)



Signature of an authorized person

(In accordance with section 605.0203, 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.)

Matthew D. Mulligan

Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 605.0113 or 605.0902 (1)(d), 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:

VBIDF, LLC

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

Vero Beach Indoor Farms

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

John E. Moore, III, Esq.

(Name)

3240 Cardinal Drive, Suite 200

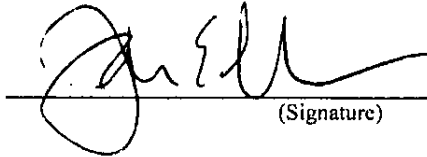
Florida Street Address (P.O. Box NOT ACCEPTABLE)

Vero Beach

FL 32963

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 605, 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)

2014 MAY 13 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE

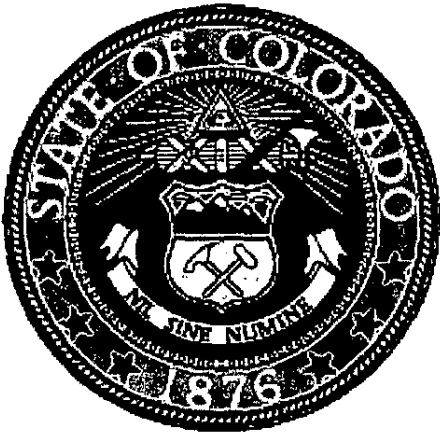
I, Scott Gessler, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

VBIDF, LLC

is a **Limited Liability Company** formed or registered on 01/07/2014 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 20141014029.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 05/06/2014 that have been posted, and by documents delivered to this office electronically through 05/07/2014 @ 10:47:04.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 05/07/2014 @ 10:47:04 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 8843218.



A handwritten signature in black ink, appearing to read "Scott Gessler".

Secretary of State of the State of Colorado

*****End of Certificate*****

Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Certificate Confirmation Page of the Secretary of State's Web site, <http://www.sos.state.co.us/biz/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/> click Business Center and select "Frequently Asked Questions."