

M1600000810

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

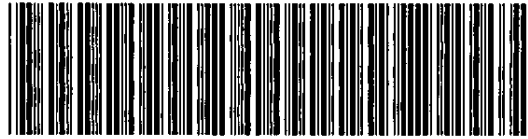
(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

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TALLAHASSEE, FLORIDA

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MAR 03 2016  
D. BRUCE

SAFFORD MOTLEY PLC  
P.O. Box 120788  
Nashville, TN 37212

**VIA FEDEX**

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

Feb. 29, 2016

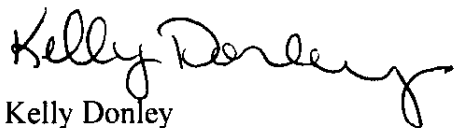
Re: Application by Foreign Limited Liability Company for Authorization to Transact  
Business in Florida / ITG Communications, LLC

Dear Sir or Madam:

Enclosed for filing, please find the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida for ITG Communications, LLC, which is a limited liability company organized under the laws of Texas.

As indicated in the enclosed Name Consent Agreement, there is already an entity named ITG Communications, LLC, that is organized under the laws of Florida. My firm represents both the Texas entity and the Florida entity. My client desires to dissolve the Florida entity and register the Texas entity to do business in Florida. My client is in the process of obtaining all necessary signatures to effectuate the dissolution of the Florida entity. We expect to file Articles of Dissolution for the Florida entity within a week. However, due to my client's urgent priority of registering the Texas entity to do business in Florida, we respectfully request that the Division of Corporations honor the enclosed Name Consent Agreement and that the Division accordingly register the Texas entity to do business in Florida. Please call me with any questions. Thank you for your assistance.

Sincerely,



Kelly Donley  
Kelly@SaffordMotley.com  
615-691-6472

Enclosures

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TALLAHASSEE, FLORIDA

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**COVER LETTER**

**TO: Registration Section  
Division of Corporations**

**SUBJECT: ITG COMMUNICATIONS, 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:

Kelly Donley

\_\_\_\_\_  
Name of Person

Safford Motley PLC

\_\_\_\_\_  
Firm/Company

P.O. Box 120788

\_\_\_\_\_  
Address

Nashville, TN 37212

\_\_\_\_\_  
City/State and Zip Code

esmith@i-t-g.net

kelly@saffordmotley.com

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

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TALLAHASSEE, FLORIDA

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For further information concerning this matter, please call:

Kelly Donley

615  
at ( )

691-6472

\_\_\_\_\_  
Name of Contact 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 TRANSACT BUSINESS  
IN FLORIDA

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

1. ITG COMMUNICATIONS, 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. Texas  
(Jurisdiction under the law of which foreign limited liability  
company is organized)

3. 46-9108185  
(FEI 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. 201 Molly Walton Dr., Suite B  
Hendersonville, TN 37075  
(Street Address of Principal Office)

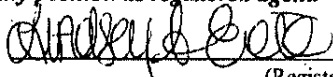
6. 201 Molly Walton Dr., Suite B  
Hendersonville, TN 37075  
(Mailing Address)

7. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: CORPORATION SERVICE COMPANY  
Office Address: 1201 HAYS STREET  
TALLAHASSEE, Florida 32301  
(City) (Zip code)

Registered agent's acceptance:

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 application, 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 relative to the proper and complete performance of my duties, and I am familiar with and  
accept the obligations of my position as registered agent.

  
(Registered agent's signature)

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

Peter Giacalone, Chairman

Michael Brooks, President

9. Attached is a 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. (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

This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. 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.

Elizabeth Smith, Controller

Typed or printed name of signee

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TALLAHASSEE, FLORIDA



## Office of the Secretary of State

### Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Conversion for ITG Communications, LLC (file number 801901679), a Domestic Limited Liability Company (LLC), was filed in this office on December 18, 2013.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on February 04, 2016.



A handwritten signature in black ink, appearing to read "Cascos", followed by a horizontal line.

Carlos H. Cascos  
Secretary of State

## NAME CONSENT AGREEMENT

This Name Consent Agreement (the "Agreement") is made and effective as of the 22nd day of February, 2016, by and between ITG COMMUNICATIONS, LLC, a Florida limited liability company ("Licensor") and ITG COMMUNICATIONS, LLC, a Texas limited liability company ("Licensee").

WHEREAS, Licensor is a limited liability company organized under the laws of Florida;

WHEREAS, Licensee is a limited liability company organize under the laws of Texas;

WHEREAS, Licensee desires to register to transact business in Florida under the name ITG COMMUNICATIONS, LLC; and

WHEREAS, Licensor desires to grant the necessary consent for Licensee to so register under such name, although such name is not otherwise distinguishable on the records of the Florida Department of State Division of Corporations;

NOW, THEREFORE, for and in consideration of the mutual promises, covenants, and agreements contained herein, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the parties hereto, the parties hereto agree as follows:

1. **Grant of Consent.** Licensor hereby consents to the registration by Licensee to transact business in Florida under the name ITG COMMUNICATIONS, LLC, and to Licensee's remaining registered under such name for so long as Licensee may desire.

2. **Execution of Documents.** Licensor hereby agrees to performer any further acts and execute and deliver any further documents and forms reasonably required by Licensee that may be necessary to evidence such consent. The parties agree to cooperate with each other for the fulfillment of the terms of this Agreement.

3. **Successors and Assigns.** This Assignment shall bind and inure to the benefit of the transferees, successors, assigns, heirs, beneficiaries, executors, administrators, members, partners, shareholders, agents, employees, and representatives of each party hereto.

4. **Intention to Dissolve.** The parties acknowledge that Licensor, a Florida limited liability company, is in the process of obtaining the necessary consents and signatures from its members so that it may dissolve. As soon as practicable, Licensor shall obtain such consents and signatures and shall file Articles of Dissolution for a Limited Liability Company, in order to dissolve Licensor.

5. **Counterparts.** This Assignment may be executed in separate counterparts and facsimile copies of the signatures of the parties below shall be effective as originals.

*[Remainder of Page Intentionally Left Blank. Execution Page Follows]*

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 TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, each of the undersigned parties has duly executed this Assignment, effective as of the day and year first written above.

LICENSOR:

ITG COMMUNICATIONS, LLC,  
A Florida Limited Liability Company

By:   
An Authorized Representative

LICENSEE:

ITG COMMUNICATIONS, LLC  
A Texas Limited Liability Company

By:   
An Authorized Representative

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TALLAHASSEE, FLORIDA