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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



DARLING | MILLIGAN | HOROWITZ PC

June 29, 2016

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

RE: Valhalla Holdings, LLC

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 foreign limited liability company to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Leigh An Jaskiewicz  
Darling Milligan Horowitz PC  
1331 17<sup>th</sup> Street, Suite 800  
Denver, CO 80202  
[ljaskiewicz@dmhlaw.net](mailto:ljaskiewicz@dmhlaw.net)  
(303) 260-5066

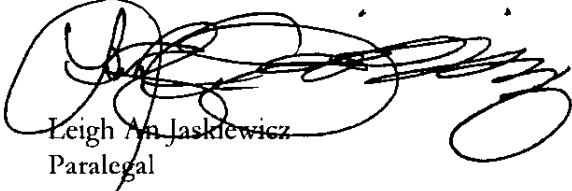
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TALLAHASSEE, FLORIDA

Enclosed is a check in the amount of \$130.00 for Filing Fee and Certificate of Status.

If you have questions, please contact me at [ljaskiewicz@dmhlaw.net](mailto:ljaskiewicz@dmhlaw.net) or (303)260-5066.

Sincerely,

DARLING MILLIGAN HOROWITZ PC



Leigh An Jaskiewicz  
Paralegal

/lj

Enclosure

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 IN THE STATE OF FLORIDA.

1. Valhalla Holdings, LLC

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

Valhalla Holdings FL, LLC

(If name unavailable, enter alternative name adopted for the purpose of transacting business in Florida.  
The alternate name must include "Limited Liability Company," "L.L.C.," or "LLC.")

2. Wyoming

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

3. \_\_\_\_\_

(FEI number, if applicable)

4. June 28, 2016

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

5. 2120 Carey Avenue, Cheyenne, WY 82001

(Street Address of Principal Office)

6. \_\_\_\_\_

(Mailing Address)

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

Name: PARACORP INCORPORATED

Office Address: 155 Office Plaza Drive, 1<sup>st</sup> Floor, Tallahassee, FL 32301

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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.

Sharon Cooke SHARON COOKE, ASSISTANT SECRETARY  
(Registered agent's signature)

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

Cheryl J. DiPanfilo and Charles J. Gower, as Managers

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)

Cheryl J. DiPanfilo  
(Signature of an authorized person)

Charles J. Gower  
(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.

Cheryl J. DiPanfilo  
(Typed or printed name of signee)

Charles J. Gower  
(Typed or printed name of signee)

**STATE OF WYOMING**  
**Office of the Secretary of State**

I, ED MURRAY, SECRETARY OF STATE of the STATE OF WYOMING, do hereby certify that according to the records of this office,

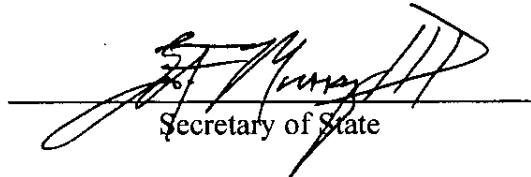
**Valhalla Holdings, LLC**  
is a  
**Limited Liability Company**

formed or qualified under the laws of Wyoming did on **August 28, 2014**, comply with all applicable requirements of this office. Its period of duration is Perpetual. This entity has been assigned entity identification number **2014-000670889**.

This entity is in existence and in good standing in this office and has filed all annual reports and paid all annual license taxes to date, or is not yet required to file such annual reports; and has not filed Articles of Dissolution.

I have affixed hereto the Great Seal of the State of Wyoming and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Cheyenne, Wyoming on this 30th day of June, 2016 at 11:07 AM. This certificate is assigned 020500510.



  
Secretary of State

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