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(Address)

(City/State/Zip/Phone #)

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TALLAHASSEE, FLORIDA

AUG 16 2017

Y SULKER

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Bierly Investments, 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:

Dolores Henning

Name of Person

Sowell & Co.

Firm/Company

1601 Elm Street, Suite 3500

Address

Dallas, TX 75201

City/State and Zip Code

dhenning@sowellco.com

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

For further information concerning this matter, please call:

Dolores Henning

214

871-3320

at (_____) _____

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. Bierly Investments, 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. 82-2278631

(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. 1601 Elm Street, Suite 3500

(Street Address of Principal Office)

Dallas, TX 75201

6. 1601 Elm Street, Suite 3500

(Mailing Address)

Dallas, TX 75201

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

Name: John Michael Bierly

Office Address: 126 Hamlin T Lane

Altamonte Springs

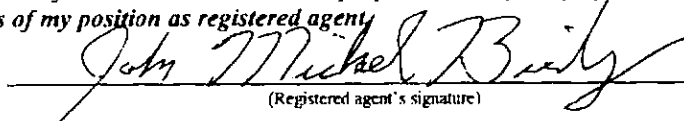
(City)

, Florida 32714

(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:

Title or Capacity:

Name and Address:

Title or Capacity:

Name and Address:

Manager

SES Consulting Services, LLC

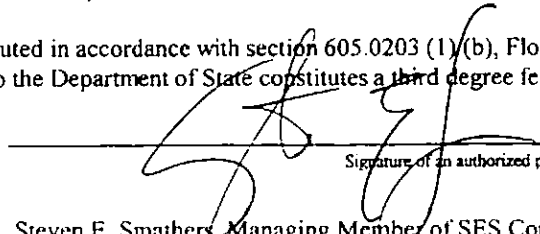
1601 Elm Street, Suite 3500

Dallas, TX 75201

(Use attachments if necessary)

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)

10. 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.


Signature of an authorized person

Steven E. Smathers, Managing Member of SES Consulting Services, LLC

Typed or printed name of signer



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 Formation for Bierly Investments, LLC (file number 802775720), a Domestic Limited Liability Company (LLC), was filed in this office on July 25, 2017.

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

It is further certified that our records indicate SES CONSULTING SERVICES, LLC as the designated registered agent for the above named entity and the designated registered office for said entity is as follows:

1601 ELM STREET, SUITE 3500

DALLAS, TX - 75201 USA

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 August 11, 2017.



A handwritten signature in black ink, appearing to read "R. Pablos".

Rolando B. Pablos
Secretary of State

COVER LETTER

TO: Registration Section
Division of Corporations

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Firm/Company
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City/State and Zip Code
dhenning@sowellco.com
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For further information concerning this matter, please call:

Dolores Henning 214 871-3320
Name of Contact Person at Area Code Daytime Telephone Number

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Registration Section
P.O. Box 6327
Tallahassee, FL 32314

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ED
TALLAHASSEE, FLORIDA

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4. _____
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(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)
5. 1601 Elm Street, Suite 3500 6. 1601 Elm Street, Suite 3500
(Street Address of Principal Office) (Mailing Address)
Dallas, TX 75201 Dallas, TX 75201

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John Michael Bierly
(Registered agent's signature)

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

<u>Title or Capacity:</u>	<u>Name and Address:</u>	<u>Title or Capacity:</u>	<u>Name and Address:</u>
<u>Manager</u>	<u>SES Consulting Services, LLC</u> <u>1601 Elm Street, Suite 3500</u> <u>Dallas, TX 75201</u>		

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AM 11:49
SECRET
FLORIDA

(Use attachments if necessary)

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Steven E. Smathers
Signature of an authorized person
Steven E. Smathers, Managing Member of SES Consulting Services, LLC
Typed or printed name of signer



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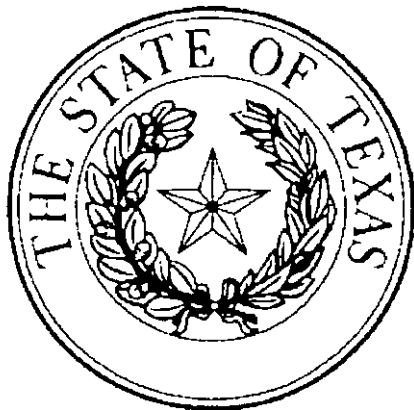
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