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Honigman Miller Schwartz and Cohn LLP
Attorneys and Counselors

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Via Federal Express

July 12, 2018

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

Re: SMS OpCo, LLC

Dear Sir/Madam:

Enclosed for filing in duplicate is the Application for Authorization to Transact Business in Florida for SMS OpCo, LLC, along with a Delaware good standing and our check in the amount of \$125.00 in payment of the filing fee.

Please return a file-stamped copy of the Application to me in the enclosed Federal Express envelope.

Thank you for your prompt assistance in this matter.

Very truly yours,

HONIGMAN MILLER SCHWARTZ AND COHN LLP



Marie T. Zacny
Paralegal

Enclosures

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: SMS OpCo, 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:

Marie T. Zacny, Paralegal

Name of Person

Honigman Miller Schwartz and Cohn LLP

Firm/Company

660 Woodward Avenue, 2290 First National Building

Address

Detroit, MI 48226

City/State and Zip Code

mzacny@honigman.com

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

For further information concerning this matter, please call:

Marie T. Zacny

313
at ()

465-7234

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. SMS OpCo, 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. Delaware 3. 82-5467906
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. May 31, 2018
(Date first transacted business in Florida, if prior to registration.)
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)
5. 6270 Morning Star Drive, Suite 120 6. 6270 Morning Star Drive, Suite 120
(Street Address of Principal Office) (Mailing Address)
The Colony, TX 75056 The Colony, TX 75056

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.

By: Corporation Service Company

(Registered agent's signature)

Paul Gottlieb
Vice President

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>Scott Hauncher</u> <u>500 Griswold, Suite 2700</u> <u>Detroit, MI 48226</u>	<u>Manager</u>	<u>John Higgins</u> <u>500 Griswold, Suite 2700</u> <u>Detroit, MI 48226</u>
<u>Manager</u>	<u>Matthew Lacki</u> <u>500 Griswold, Suite 2700</u> <u>Detroit, MI 48226</u>		

(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.

Marie T. Zacny
Signature of an authorized person

Marie T. Zacny
Typed or printed name of signer

Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SMS OPCO, 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 ELEVENTH DAY OF JULY, A.D. 2018.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SMS OPCO, LLC" WAS FORMED ON THE FOURTH DAY OF MAY, A.D. 2018.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN ASSESSED TO DATE.



6871818 8300

SR# 20185614078

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature of Jeffrey W. Bullock in black ink, written over a horizontal line.

Jeffrey W. Bullock, Secretary of State

Authentication: 203046166

Date: 07-11-18