

MI 90000000019

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

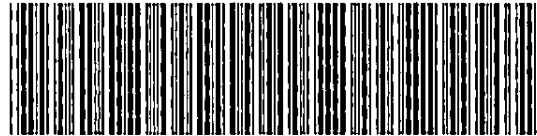
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APPROVED
AND
FILED
2018 DEC 26 PM 4:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Ralls Farms 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:

John G. Ralls Jr.

Name of Person

Ralls Farms LLC

Firm/Company

641 Bayou Blvd

Address

Pensacola, Fl. 32503

City/State and Zip Code

LNALTYE AOL.COM

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

For further information concerning this matter, please call:

Lean Ralls at (850) 324-1375
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. Ralls Farms LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

2. Alabama
(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.")
(Jurisdiction under the law of which foreign limited liability company is organized)

3. NA
(FEI number, if applicable)

4. 6/29/04 12/01/15
(Date first transacted business in Florida, if prior to registration)
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. Ralls Farms LLC
(Street Address of Principal Office)
641 Bayou Blvd
Pensacola, FL 32503

6. Ralls Farms LLC
(Mailing Address)
641 Bayou Blvd
Pensacola, FL 32503

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

Name: John G. Ralls Jr

Office Address: 641 Bayou Blvd
Pensacola, Florida 32503
(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.

[Signature]
(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:
<u>Managing Member</u>	<u>John Ralls</u> <u>641 Bayou Blvd</u> <u>Pensacola, FL 32503</u>	

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(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]
Signature of an authorized person
John G. Ralls Jr.
Typed or printed name of signer

John H. Merrill
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, John H. Merrill, Secretary of State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the entity records on file in this office disclose that Ralls Farms, LLC was formed in Covington County, Alabama on August 15, 2006. The Alabama Entity Identification number for this entity is 482-738. I further certify that the records do not disclose that said entity has been dissolved, cancelled or terminated.



20181107000008532

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the city of Montgomery, on this day.

11/07/2018

Date

A handwritten signature in cursive script, reading "J. H. Merrill".

John H. Merrill

Secretary of State

HANLON, STIRTON & MIDKIFF

REGISTERED LIMITED LIABILITY PARTNERSHIP

CERTIFIED PUBLIC ACCOUNTANTS

650 POYDRAS STREET, SUITE 2250

NEW ORLEANS, LOUISIANA 70130

TELEPHONE 504/568-9881

FACSIMILE 504/568-9884

EMAIL contact@hsm-cpa.com

December 19, 2018

Florida Department of State
Division of Corporations
Attn: Sterling R. Abney
PO Box 6327
Tallahassee, FL 32314

Re: Ralls Farms, LLC
Ref. Number W18000103705

Dear Mr. Abney:

The above referenced Taxpayer received a letter dated November 30, 2018 from you regarding information contained in their "Application By Foreign Limited Liability Company For Authorization To Transact Business In Florida", a copy of which is attached, as well as their originally submitted application.

You returned the Taxpayer's original application because the Principal Office address was not completed. Taxpayer has updated this information as requested.

Additionally, you stated in your letter that the Taxpayer is subject to a \$500 civil penalty as well as annual report filing fees (\$125 plus \$13.75 penalty per year) for each year that they failed to timely properly file a Florida annual report. Taxpayer erroneously stated that they began transacting business in the state of Florida on June 29, 2009. Taxpayer purchased a property on that date but did not engage in any business transactions until December 1, 2015, as evidenced by a copy of an executed Standard Tenant Lease attached.

Florida Statutes 605.0905(1)(m) states that "The following activities, among others, do not constitute transacting business within the meaning of s. 605.0902(1): Owning, without more, real or personal property. Thus, up until the signing of the Standard Tenant Lease effective December 1, 2015 between Ralls Farms, LLC and Legal-Eze, Inc. the Taxpayer was not transacting business but merely owning real property.

Thus, Taxpayer is submitting to you for the above referenced penalties and filing fees, check #5691 in the amount of \$1,041.25. This check covers the \$500 civil penalty, 4 years (2015-2018) of filing fees (\$500), and 3 years (2015-2017) of filing fee penalties (\$41.25).

Taxpayer respectfully requests that you accept their completed "Application By Foreign Limited Liability Company For Authorization To Transact Business In Florida" as well as their check to cover filing fees and penalties for tax years 2015 through 2018.

Thank you in advance for your assistance in this matter.

Sincerely,

A handwritten signature in black ink, appearing to read "Robert M. Midkiff".

Robert M. Midkiff, CPA

cc: Ralls Farms LLC