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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

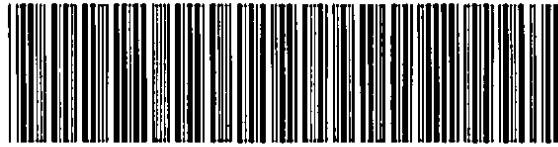
(Business Entity Name)

(Document Number)

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ANNE M. KUFRO
Shutts & Bowen LLP
4301 W. Boy Scout Boulevard
Suite 300
Tampa, Florida 33607
DIRECT (813) 227-8191
FAX (813) 229-8901
EMAIL akufro@shutts.com

June 9, 2020

VIA FEDERAL EXPRESS

Registration Section
State of Florida - Div. of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Ste. 810
Tallahassee, FL 32303

**Re: Applications by Foreign Limited Liability Company for Authorization to Transact Business in Florida
Client-Matter No. 37754.0003 and 37754.0016**

Dear Sir or Madam:

Enclosed please find the following documents for your review and processing:

1. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida for **BRG Real Estate Investments, LLC**, together with the entity's Certificate of Formation and good standing in the State of Delaware and our firm's check in the amount of \$918.75 to cover the filing fee as well as the penalty fee from 2016-2020 (pursuant to the enclosed email from your department); and
2. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida for **He Shoulda Investments, LLC**, together with the entity's Certificate of Formation and good standing in the State of Delaware and our firm's check in the amount of \$918.75 to cover the filing fee as well as the penalty fee.

Should you require anything further, please do not hesitate to let me know.

Sincerely,

SHUTTS & BOWEN LLP

Anne M. Kufro
Paralegal

AMK/amk
Enclosures, as stated.

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: BRG Real Estate 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:

Tirso M. Carreja, Jr.

Name of Person

Shutts & Bowen LLP

Firm/Company

4301 W. Boy Scout Blvd., Ste. 300

Address

Tampa, Florida 33607

City/State and Zip Code

tcarreja@shutts.com

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

For further information concerning this matter, please call:

Tirso M. Carreja, Jr.

813

227-8190

at (_____)

Name of Contact Person

Area Code

Daytime Telephone Number

Mailing Address:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Enclosed is a check for the following amount:

Please make check payable to: **FLORIDA DEPARTMENT OF STATE**

- \$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 605.002, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. BRG Real Estate 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. Delaware (Jurisdiction under the law of which foreign limited liability company is organized)
3. n/a (FEI number, if applicable)

4. 06/24/2016
(Date first transacted business in Florida, if prior to registration)
(See sections 605.004 & 605.005, F.S. to determine penalty liability)

5. 76 San Juan Drive
(Street Address of Principal Office)
Ponte Vedra, FL 32082

6. 76 San Juan Drive
(Mailing Address)
Ponte Vedra, FL 32082

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

Name: Tirso M. Carreja, Jr.

Office Address: Shuts & Bowen LLP, 4301 W. Boy Scout Blvd., Ste

Tampa, Florida 33607
(City) (Zip code)

RECEIVED
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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.

[Handwritten Signature]
(Registered agent's signature)

8. For initial indexing purposes, list names, title or capacity and addresses of the primary members/managers or persons authorized to manage [up to six (6) total]:

Title or Capacity: Manager **Name and Address:** Name: Charles Brigham Skinner, Jr.
Address: 76 San Juan Drive
Ponte Vedra, FL 32082
Person
 Other Other

Title or Capacity: Manager **Name and Address:** Name: _____
 Member Address: _____
 Authorized _____
Person _____
 Other Other

Manager Name: _____
 Member Address: _____
 Authorized _____
Person _____
 Other Other

Manager Name: _____
 Member Address: _____
 Authorized _____
Person _____
 Other Other

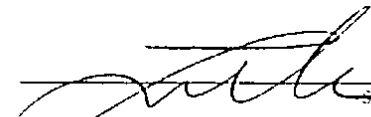
Manager Name: _____
 Member Address: _____
 Authorized _____
Person _____
 Other Other

Manager Name: _____
 Member Address: _____
 Authorized _____
Person _____
 Other Other

Important Notice: Use an attachment to report more than six (6). The attachment will be imaged for reporting purposes only. Non-indexed individuals may be added to the index when filing your Florida Department of State Annual Report form.

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

Mirso M. Carreja, Jr.

Typed or printed name of signee

Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BRG REAL ESTATE INVESTMENTS, 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 TWENTY-FIRST DAY OF MAY, A.D. 2020.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BRG REAL ESTATE INVESTMENTS, LLC" WAS FORMED ON THE TWELFTH DAY OF FEBRUARY, A.D. 2016.

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




Jeffrey W. Bullock, Secretary of State

5962662 8300

SR# 20204372982

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

Authentication: 202974249

Date: 05-21-20

CERTIFICATE OF FORMATION
OF
BRG REAL ESTATE INVESTMENTS, LLC

Under Section 18-201 of the
Delaware Limited Liability Company Act

1. The name of the limited liability company is BRG Real Estate Investments, LLC (the "Company").

2. The Company's registered office address in the State of Delaware is Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808.

3. The name and address of the Company's registered agent upon whom process against the Company may be served is Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808.

The undersigned executed this Certificate of Formation on February 10, 2016.



C. Mark Stevenson
Authorized Representative