

W97000003790

**PADGETT, SHAW & ASSOCIATES, P.A.**

ATTORNEYS AT LAW

2511 Ponce de Leon Boulevard, Suite 207  
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February 24, 1997

Qualification/Tax Lien Section  
Division of Corporations  
409 E. Gains St.  
Tallahassee, FL 32399

700002098917--7  
-02/26/97--01098--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Briord, L.C., a Missouri Limited Liability Company

Gentlemen:

Pursuant to your Letter Number 197A00008326 enclosed are the "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida", "Affidavit of Membership and Contribution of Foreign Limited Liability Company" and "Designation of Registered Agent" relating to the above referenced company. The "Certificate of Existence" and our check for \$78.75 were previously submitted to you with our letter of February 10, 1997. We have enclosed our check for \$70.00 to cover the balance of the fees which are necessary to register the above referenced foreign company to transact business in Florida and for a Certificate of Status.

Please return all correspondence concerning this matter to the following:

Richard L. Shaw  
Padgett, Shaw & Associates P.A.  
2511 Ponce de Leon Blvd. Suite 209  
Coral Gables, FL 33134

Should you need to call someone concerning this matter, please call  
Richard L. Shaw at 305 444-7611 or FAX me at 305 443-7177.

Sincerely,

Padgett, Shaw and Associates, P.A.

By

  
Richard L. Shaw



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

February 17, 1997

RICHARD L. SHAW  
PADGETT SHAW & ASSOCIATES, P.A.  
2511 PONCE DE LEON BLVD., SUITE 209  
CORAL GABLES, FL 33134

SUBJECT: BRIORD, L.C.  
Ref. Number: W97000003790

We have received your document for BRIORD, L.C. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You have completed the wrong application. Please complete the attached application and you will need to submit an additional \$70.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6913.

Diane Cushing  
Corporate Specialist

Letter Number: 197A00008326

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. BRIORD, L.C.  
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. Missouri 3. 43-1709718  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. April 12, 1995 5. April 3, 2095  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. BRIORD, L.C. has not conducted business in Florida.  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.55, F.S.))
7. 12412 Powerscourt Drive  
St. Louis, MO 63131  
(Street address of principal office)
8. List name, title, and business address of each managing member [MGRM] or manager [MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

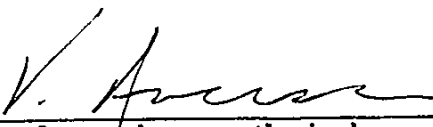
[illegible]

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of BRIORD, L.C.  
\_\_\_\_\_ deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 200,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ None  
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ 400,000.00  
This total includes amounts from 2 and 3 above.
- 5) the total amount of cash or property anticipated to be contributed by member(s) is \$ 400,000.00

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97 MAR -4 PM 20  
SEAL  
TALLAHASSEE, FLORIDA

  
\_\_\_\_\_  
**Signature of a member or authorized representative of a member.**

(In accordance with section 608.408(3), Florida Statutes, the execution of this  
affidavit constitutes an affirmation under the penalties of perjury that the facts  
stated herein are true.)

Vincent J. Aversa

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

BRIORD, L.C.

2. The name and address of the registered agent and office is:

Richard L. Shaw

(Name)

2511 Ponce de Leon Blvd.

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Coral Gables, FL 33134

(City/State/Zip)

FILED  
97 MAR -4 PM 2:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*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 certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Richard L. Shaw

(Signature)

Richard L. Shaw

February 21, 1997

(Date)

**Filing Fee: \$ 35 for Designation of Registered Agent**

# STATE OF MISSOURI



**Rebecca McDowell Cook**  
**Secretary of State**

**CERTIFICATE OF GOOD STANDING**  
**LIMITED LIABILITY COMPANY**

I, REBECCA MCDOWELL COOK, SECRETARY OF STATE OF THE STATE  
OF MISSOURI, DO HEREBY CERTIFY THAT THE RECORDS IN MY OFFICE  
AND IN MY CARE AND CUSTODY REVEAL THAT  
BRIORD, L.C.

FILED  
APR -4 PM 2:20  
STATE  
TREASURER  
FLORIDA

WAS FILED IN THIS OFFICE ON THE 12TH DAY OF APRIL, 1995,  
BECAME EFFECTIVE ON THE 12TH DAY OF APRIL, 1995, AND IS IN  
GOOD STANDING, HAVING FULLY COMPLIED WITH ALL REQUIREMENTS  
OF THIS OFFICE.

IN TESTIMONY WHEREOF, I HAVE SET MY  
HAND AND IMPRINTED THE GREAT SEAL OF  
THE STATE OF MISSOURI, ON THIS, THE  
29TH DAY OF JANUARY, 1997.

*Rebecca McDowell Cook*  
Secretary of State

