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the  
**PARNELL-  
MARTIN**  
companies®

BOX 30067, CHARLOTTE, N.C. 28230-0067

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

900002206009--0

-06/09/97--01115--019

\*\*\*\*153.75 \*\*\*\*153.75

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUN -6 PM 2:04

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

7000002189487--1

-05/23/97--01036--001

\*\*\*\*140.00 \*\*\*\*140.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

2. TAX FILING 145.00  
R. AGENT FEE 8.75  
C. C. FEE 153.75  
TOTAL 307.45  
N. C. FEE  
BALANCE  
6/6/97

W9700000012281

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

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

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1. The Parnell-Martin Companies LLC  
(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. North Carolina 3. 56-2000875  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. 12/23/96 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will  
cease to exist or "perpetual")
6. 5/1/97  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 1315 North Graham Street  
Charlotte, NC 28206  
(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)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>F.A. Cash, Jr.</u>	<u>COB &amp; Pres &amp; MGR</u>	<u>L.M. Welton</u>	<u>MGR</u>
<u>1315 North Graham St</u>		<u>1315 North Graham St.</u>	
<u>Charlotte, NC 28206</u>		<u>Charlotte, NC 28206</u>	
<u>J. L. George</u>	<u>Exec. VP</u>	<u>C. R. Welton</u>	<u>MGR</u>
<u>1315 North Graham Street</u>	<u>MGR</u>	<u>1315 North Graham St.</u>	
<u>Charlotte, NC 28206</u>		<u>Charlotte, NC 28206</u>	
<u>B. M. Cash</u>	<u>MGR</u>		
<u>1315 North Graham Street</u>			
<u>Charlotte, NC 28206</u>			

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

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The undersigned member or authorized representative of a member of The Parnell-Martin  
Companies LLC 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 \$ \_\_\_\_\_

3) if any, the agreed value of property other than cash contributed by member(s) is \$ \_\_\_\_\_  
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 \$ 19,825,640  
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 \$ 19,825,640

mg Jaden Treasurer

**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.)

**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.

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1. The name of the limited liability company is:

The Parnell-Martin Companies LLC

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

CT Corporation System  
(Name)

1200 South Pine Island Road  
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Plantation, Florida 33324  
(City/State/Zip)

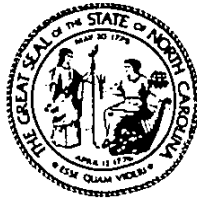
*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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.*

  
(Signature)

5/1/97  
(Date)

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

# STATE OF NORTH CAROLINA



Department of The  
Secretary of State

## CERTIFICATE OF EXISTENCE (Limited Liability Company)

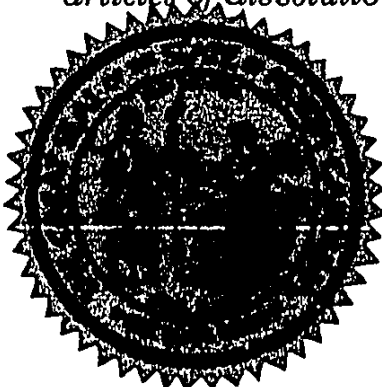
I, **ELAINE F. MARSHALL**, Secretary of State of the State  
of North Carolina, do hereby certify that

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**THE PARNELL-MARTIN COMPANIES LLC**

*is a limited liability company duly formed under the laws of  
the State of North Carolina, having been formed on the 11th  
day of December, 1996, with a period of duration ending DEC  
2096.*

I **FURTHER** certify that the said limited liability  
company's articles of organization are not suspended for  
failure to comply with the Revenue Act of the State of North  
Carolina; that the said limited liability company is not  
administratively dissolved for failure to comply with the  
provisions of the North Carolina Limited Liability Company  
Act; and that the said limited liability company has not filed  
articles of dissolution as of the date of this certificate.



**IN WITNESS WHEREOF**, I have hereunto set my  
hand and affixed my official seal at the City of  
Raleigh, this 5th day of June, 1997.

*Elaine F. Marshall*

Secretary of State