

# M97000000341

Elaine Mashevian  
HOLLAND & KNIGHT

Requestor's Name  
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Address  
Tallahassee, Florida 32301

City/State/Zip Phone #  
224-7000

900002211329--5  
-06/13/97--01037--007  
\*\*\*\*\*337.50 \*\*\*\*\*337.50

Office Use Only

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

1. The Inverness Group, L.L.C.  
(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 12 PM 2:00

☐ Walk in

☒ Pick up time 6-1297  
3:30

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability Foreign
<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

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

File 1ST

M97-341

Name Availability	<input checked="" type="checkbox"/>
Document Examiner	<input checked="" type="checkbox"/>
Updater	<input checked="" type="checkbox"/>
Updater Verifier	<input checked="" type="checkbox"/>
Acknowledgment	<input checked="" type="checkbox"/>
W. P. Verifier	<input checked="" type="checkbox"/>
Examiner's Initials	<input checked="" type="checkbox"/>

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

**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. The Inverness Group, L.L.C. d/b/a Inverness Holdings, L.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. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
  
3. 36-4018958  
(FEI number, if applicable)
  
4. 05/05/95  
(Date of Organization)
  
5. 12/31/25  
(Duration: Year limited liability company will cease to exist or "perpetual")
  
6. Upon Filing  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
  
7. 30 S. Wacker Drive #2406  
  
Chicago, Illinois 60606  
(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>Robert D. Endacott</u>	<u>Managing Director</u>	_____	_____
<u>30 S. Wacker Dr. Ste. 2406</u>		_____	
<u>Chicago, Illinois 60606</u>		_____	
_____		_____	
_____		_____	
_____		_____	

**Filing Fee: \$52.50 for Application**

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JUN 12 PM 2:00

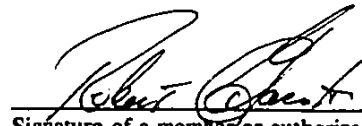
**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of The Inverness Group, L.L.C. d/b/a Inverness Holdings, L.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 \$423,000.00.
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0. A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is \$ 0. This total includes amounts from 2 and 3 above.

The Inverness Group, L.L.C. d/b/a Inverness Holdings, L.L.C.

BY: \_\_\_\_\_



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.)  
Robert D. Endacott, Managing Director

**Filing Fee: \$ 52.50 for Affidavit**

MIA3-504772

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**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: The Inverness Group, L.L.C. d/b/a Inverness Holdings, L.L.C.
2. The name and address of the registered agent and office is:

Intrastate Registered Agent Corporation

701 Brickell Avenue, Suite 3000

Miami, FL 33131

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
JUN 12 PM 2:00

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 appointments 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.

INTRASTATE REGISTERED AGENT CORPORATION

By: \_\_\_\_\_

Steven H. Hagen, Vice President

6-11-97

(Date)


**Filing Fee: \$ 35.00 for Designation of Registered Agent**

RESOLUTION OF THE MANAGING DIRECTOR  
OF  
THE INVERNESS GROUP, L.L.C.

The undersigned, being the managing director of THE INVERNESS GROUP, L.L.C., a Delaware limited liability company (the "Company"), hereby consents to the taking of the following action:

RESOLVED, that the Company shall adopt the name "INVERNESS HOLDINGS, L.L.C." for the purpose of filing the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida and for the purpose of transacting business in the State of Florida.

IN WITNESS WHEREOF, the undersigned has executed the foregoing written consent as of the 29 day of May, 1997.

  
Robert D. Endacott  
Managing Director

MIA3-504631

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUN 12 PM 2:00

*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE INVERNESS GROUP, L.L.C." 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-SEVENTH DAY OF MAY, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "THE INVERNESS GROUP, L.L.C." WAS FORMED ON THE FIFTH DAY OF MAY, A.D. 1995.

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



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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AUTHENTICATION: 8480615

DATE: 05-27-97