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WHYTE HIRSCHBOECK DUDEK SC.

Law Offices

Suite 2100
111 East Wisconsin Avenue
Milwaukee, Wisconsin 53202

(414) 273-2100
Fax: (414) 223-5000

OFFICES IN MILWAUKEE, MADISON,
MENOMONEE FALLS, MANTOWOC
AND ZURICH, SWITZERLAND

August 12, 1997

Via Federal Express

Registration Section
Corporation Division
409 E. Gaines St.
Tallahassee, FL 32399

800002284198--7
-09/03/97--01081--008
****145.00 ****145.00

Re: Florida Synergy LLC

100002267611--7
-08/14/97--01129--001
****140.00 ****140.00

Dear Sir or Madam:

Enclosed for filing are duplicate Applications by Florida Synergy LLC for Authorization to Transact Business in Florida, Certificates of Designation of Registered Agent and Affidavits of Membership. Also enclosed is a check in the amount of \$140 for filing fees, payable to the Florida Department of State.

Please acknowledge the filing of these documents on the enclosed copies and return them to me in the prepaid envelope provided. If you have any questions regarding this matter, please do not hesitate to call me collect at (414) 223-5052.

Thank you very much for your assistance.

Very truly yours,



Teresa A. Noeske
Legal Assistant

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG 29 PM 3:57

TAN/kaj
Enclosures
cc: Jerard J. Jensen

136237.1/TAN

Name Availability	KWM
Document Examiner	KWM
Verifier	KWM
Water Verifier	KWM
Acknowledgement	KWM
P. Verifier	KWM

697-19074

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WHYTE HIRSCHBOECK DUDEK S.C.

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OFFICES IN MILWAUKEE, MADISON,
MEMONONE FALLS, MANITOWOC
AND ZURICH, SWITZERLAND

August 27, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Attn: Kenny Manning
Corporate Specialist

Re: Florida Synergy LLC
Ref. No. W97000019074

Dear Mr. Manning:

Enclosed is a check in the amount of \$145 for additional filing fees due to file the Application by Florida Synergy LLC for Authorization to Transact Business in Florida. Also enclosed is a copy of your letter dated August 18, 1997.

Please proceed to file the documents which you have retained at your office, and acknowledge filing on the extra copy of the Application.

Thank you for your assistance in this matter.

Very truly yours,

Teresa A. Noeske

Teresa A. Noeske
Paralegal

/kaj
Enclosures
cc: Jerard J. Jensen



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 18, 1997

WHYTE HIRSCHBOECK DUDEK, S.C.
ATTN: TERESA A. NOESKE
STE. 2100, 111 EAST WISCONSIN AVENUE
MILWAUKEE, WI 53202

SUBJECT: FLORIDA SYNERGY LLC
Ref. Number: W97000019074

We have received your document for FLORIDA SYNERGY LLC and your check(s) totaling \$140.00. However, the document has not been filed and is being retained in this office for the following:

Effective April 23, 1997, the fees to qualify a foreign limited liability company total \$285.00 and breakdown as follows: \$250.00 filing fee for the application and affidavit and \$35 registered agent designation fee. An additional \$52.50 is due for each certified copy requested and an additional \$8.75 is due for each certificate of status requested.

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 (850) 487-6967.

Kenny Manning
Corporate Specialist

Letter Number: 797A00041800

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

87 AUG 29 PM 3: 57

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. Florida Synergy 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. Wisconsin 3. 39-1898528
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. July 7, 1997 5. perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. August 1, 1997
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. N49 W13550 Campbell Drive
Menomonee Falls, WI 53051
(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>Denise Gerhard</u>	<u>MGRM</u>	<u></u>	<u></u>
<u>8888 S.W. 136th STREET</u>		<u></u>	
<u>Miami, Florida, 33176</u>		<u></u>	
<u>Synergy Systems, LLC</u>	<u>MGRM</u>	<u></u>	<u></u>
<u>N49 W13550 Campbell</u>		<u></u>	
<u>Menomonee Falls, WI 53051</u>		<u></u>	
<u></u>	<u></u>	<u></u>	<u></u>
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<u></u>		<u></u>	

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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:

Florida Synergy LLC

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

Denise Gerhard

(Name)

8888 S.W. 136th

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

Miami, Florida 33176

(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.

Denise Gerhard

(Signature)

7/29/97

(Date)

Filing Fee: \$ 35 for Designation of Registered Agent


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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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

The undersigned member or authorized representative of a member of _____
Florida Synergy 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 \$ 1,000⁰⁰ .
- 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
\$ 1,000⁰⁰ . This total includes amounts from 2 and 3 above.

 Scott R. Keane, Synergy Systems, LLC, Member.
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.)

DFI/CCS/Corp
Fm 33 (DOM)
(7/96)

- Printed on Recycled Paper -

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 AUG 29 PM 3:58

United States of America

State of Wisconsin

DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Presents Shall Come, Greeting:

I, RICHARD L. DEAN, Secretary, Department of Financial Institutions, do hereby certify that


FLORIDA SYNERGY LLC

is a domestic limited liability company organized under the laws of this state and that its date of organization is JULY 7, 1997.

I further certify that said company has not filed articles of dissolution with this department.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department on AUGUST 11, 1997.




Richard L. Dean, Secretary
Department of Financial Institutions

BY: 

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.