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David M. Pedley

FAX (770) 804-0509

November 24, 1997

Division of Corporations
Florida Secretary of State
Post Office Box 6327
Tallahassee, Florida 32314

600002358936--3
-12/01/97--01092--003
****293.75 ****293.75

Re: Application for Certificate of Authority -- Pennant Financial
Services, LLC [PBJ&M File No. 1794.17]

Dear Sir/Madam:

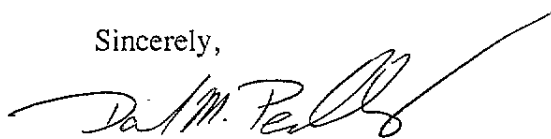
On behalf of Pennant Financial Services, LLC, I am enclosing the following:

1. One (1) original and one (1) exact copy of an application for a Certificate of Authority;
2. One (1) original and one (1) exact copy of a Certificate of Designation of Registered Agent/Registered Office;
3. A Georgia certificate of good standing;
4. A check in the amount of \$293.75, payable to the order of the Florida Department of State, which amount includes the applicable filing fees and the fee for a Certificate of Status.

Please process this filing in your normal manner. Please call me at the above-noted telephone number if you need additional information.

Thank you for your cooperation.

Sincerely,



David M. Pedley

Name Availability	
Document Examiner	DCC
Updater	DCC
Updater Verifier	DCC
Enclosures	
Acknowledgement	DCC
W. P. Verifier	DCC

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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. Pennant Financial Services, 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. Georgia
(Jurisdiction under the law of which foreign limited liability
company is organized)
3. 58-2352862
(FEI number, if applicable)
4. November 3, 1997
(Date of Organization)
5. 2017
(Duration: Year limited liability company will cease to
exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)
7. 1669 Phoenix parkway, Suite 150
Atlanta, Georgia 30349
(Street address of principal office)

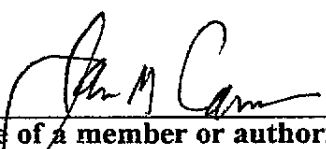
8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who
will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
Waller David Everitt, Jr.	Manager		
1669 Phoenix Pkwy., Ste. 150			
Atlanta, Ga 30349			
James M. Cameron	Manager		
1669 Phoenix Pkwy., Ste. 150			
Atlanta, GA 30349			

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

The undersigned member or authorized representative of a member of Pennant Financial Services, 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 \$300,000
- 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 amount of cash or property anticipated to be contributed by member(s) is \$ 0
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 \$300,000



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.)

Filing Fee: \$250.00 for Application and Affidavit

**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:

Pennant Financial Services, LLC

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

Corporation Service Company

(Name)

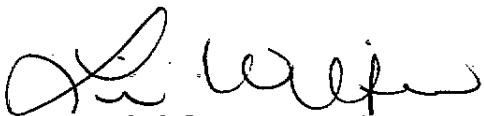
1201 Hays Street

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

Tallahassee, Florida 32301

(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)

11-17-97

(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

**Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 973180794
CONTROL NUMBER : 9739296
DATE INC/AUTH/FILED: 11/03/1997
JURISDICTION : GEORGIA
PRINT DATE : 11/14/1997
FORM NUMBER : 211

PERRIE, BUKER, JONES & MORTON, P.C.
ATTN: LESLIE KAUFMAN
115 PERIMETER CNTR PL STE 170
ATLANTA GA 30346-1238

CERTIFICATE OF EXISTENCE

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**PENNANT FINANCIAL SERVICES, LLC
A GEORGIA LIMITED LIABILITY COMPANY**

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation, or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up, or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

