

M9800000543

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Clements + Poellot / Associates, PLLC
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida",
"Certificate of Existence", and check are submitted to register the above referenced foreign corporation to
transact business in Florida.

Please return all correspondence concerning this matter to the following:

Gary Wayne Clements

(Name of Person)

Clements + Poellot / Associates, PLLC

(Firm/Company)

425 West Broadway, Suite G

(Address)

North Little Rock, AR 72114

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Gary W. Clements

(Name of Person)

at (501) 375 - 3380

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

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

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

W98-543

Name	OK 6-1
Availability	
Document Examiner	
Updater	
Update Verifier	
Acknowledgment	
M. P. Verifier	

CLEMENTS + POELLOT / ASSOCIATES, PLLC
ARCHITECTURE
425 WEST BROADWAY, SUITE G
NORTH LITTLE ROCK, ARKANSAS 72114
(501) 375-3380
fax 375-8231

May 19, 1998

Florida Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Re : Registration as foreign limited liability company

Dear Sir or Madam:

Enclosed please find documents for registration as a foreign limited liability company. We previously made application, but apparently improper forms, which were returned to us. Also, the check previously submitted was retained.

Enclosed please find fees to register:

\$250.00	Filing fee for Application and Affidavit
35.00	Designation of Registered Agent
52.50	Certified Copy
8.75	<u>Certificate of Status</u>
\$346.25	Total fees
(-78.75)	Previously Submitted
\$267.50	Enclosed

If for some reason all information needed has not been included, or if there are questions; please don not hesitate to contact me.

Sincerely,

Gary W. Clements
Gary W. Clements, AIA

FILED
98 MAY 29 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 7, 1998

GARY WAYNE CLEMENTS
425 WEST BROADWAY, SUITE G
NORTH LITTLE ROCK, AR 72114

SUBJECT: CLEMENTS + POELLOT / ASSOCIATES, PLLC
Ref. Number: W98000010435

We have received your document for CLEMENTS + POELLOT / ASSOCIATES, PLLC and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

We are enclosing the proper form(s) with instructions for your convenience.

The name of a foreign limited liability company must end with "L.L.C.," "L.C.," "Limited Liability Company," or "Limited Company." Please amend your application accordingly.

The fees for a limited liability company breakdown as follows: \$250 filing fee, \$35 for designation of registered agent, \$52.50 for an optional certified copy, and \$8.75 for an optional certificate of status.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 798A00025438

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98 MAY 29 PM 4: 22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

1. Clements + Poellot/Associated, PLLC*
(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.) *Professional Limited Liability Co.
2. Arkansas
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 71-0804429
(FEI number, if applicable)
4. January 8, 1998
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Pending
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 425 West Broadway, Suite G
North Little Rock, AR 72114
(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>Gary W. Clements</u>	<u>MGRM</u>		
<u>425 West Broadway</u>	<u>Pres.</u>		
<u>Suite G</u>			
<u>North Little Rock,</u>			
<u>AR 72114</u>			
<u>Vinson Roe Poellot</u>			
<u>425 West Broadway</u>	<u>V.Pres.</u>		
<u>Suite G</u>			
<u>North Little Rock AR</u>			
<u>72114</u>			

9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

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98 MAY 29 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Clements + Poellot/Associates, PLLC

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

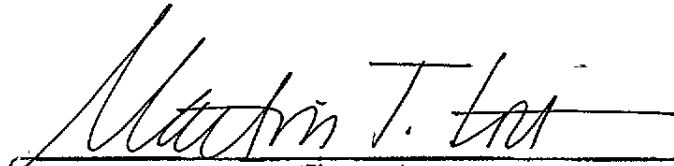
George F. Young, Inc. ATTN: Martin T. Loft, Agent
(Name)

299 Ninth Street North, P.O. Box 683
Florida street address (P.O. Box **NOT** ACCEPTABLE)

St. Petersburg FL 33731-0683
City/State/Zip

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MAY 29 PM 4:22
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.


(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

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

The undersigned member or authorized representative of a member of _____
Clements + Poellot/Assoc., PLLC certifies:

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the member(s) is \$10,000.00;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$20,300.00;
(A description of the property is attached and made a part hereto.)
and
- 4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$30,300.00
(This total includes amounts from 2 and 3 above.)

Gary W. Clements

Signature of a member or an 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.)

Gary W. Clements, AIA

Typed or printed name of signee

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98 MAY 29 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Filing Fee: \$250.00 for Application and Affidavit

CLEMENTS + POELLOT / ASSOCIATES, PLLC
ARCHITECTURE
425 WEST BROADWAY, SUITE G
NORTH LITTLE ROCK, ARKANSAS 72114
(501) 375-3380
fax 375-8231

DESCRIPTION OF PROPERTY
May 19, 1998

Like most offices, it is difficult to quantify all physical in house assets and their value; however, the most costly equipment and categories are as listed below:

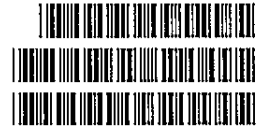
Computers	6,000.00
Software	6,000.00
Printer	1,500.00
Copier	800.00
Office Furnishings	4,000.00
<u>Technical materials</u>	<u>2,000.00</u>
Total Property Assets	20,300.00

FILED
98 MAY 29 PM 4: 22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Sharon Priest
SECRETARY OF STATE

State of Arkansas SECRETARY OF STATE



CERTIFICATE OF GOOD STANDING OF A DOMESTIC ORGANIZATION

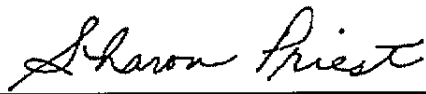
I, Sharon Priest, Secretary of State of Arkansas, and as such, keeper of the records of domestic and foreign organizations, do hereby certify that the records of this office show:

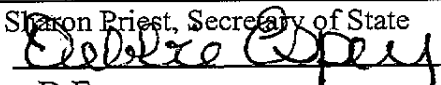
CLEMENTS + POELLOT / ASSOCIATES, PLLC

an organization chartered under the laws of the State of Arkansas, filed Articles of Organization January 8, 1998.

I further certify that as far as the records show, this organization is at this time chartered and in good standing, having met all the requirements governing a domestic organization in this State.

In Testimony Whereof, I have hereunto set my hand and affixed my Official Seal. Done at my office in the City of Little Rock, Arkansas this 24th day of April 1998.



Sharon Priest, Secretary of State
by: 

D Espey

C-2/Rev 10-1-88

LL-02