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TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: WHITEHOUSE & SCHAPIRO, LLC
(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:

WILLIAM K. SCHAPIRO 400002727434--5
(Name of Person) -01/20/98--01093--004
****258.75 ****258.75

WHITEHOUSE & SCHAPIRO, LLC
(Firm/Company)

5 PARK CENTER CT. SUITE 101
(Address)

OWINGS MILLS, MD 21117
(City/State/Zip)

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

400002727434--5
-12/31/98--01023--001
*****87.50 *****87.50

WILLIAM K. SCHAPIRO at (410) 356-8003
(Name of Person) (Area Code & Daytime Telephone Number)

STREET 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

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☒ \$87.50 Filing Fee, Certificate of Status & Certified Copy

59 JAN 19 PM 1:18
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 7, 1999

WILLIAM K. SCHAPIRO
WHITEHOUSE & SCHAPIRO, LLC
5 PARK CENTER CT., SUITE 101
OWINGS MILLS, MD 21117

SUBJECT: WHITEHOUSE & SCHAPIRO, LLC
Ref. Number: W99000000380

We have received your document for WHITEHOUSE & SCHAPIRO, LLC and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

There is a balance due of \$258.75.

Please complete the attached application for a Foreign Limited Liability Company to transact business in Florida. The application you have submitted is for a Foreign Corporation.,

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.

Michelle Hodges
Document Specialist

Letter Number: 399A00000687

**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. WHITEHOUSE & SCHAPIRO 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. MARYLAND
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 52-1884305
(FEI number, if applicable)
4. 8-1-94
(Date of Organization)
5. PERPETUAL
(Duration: Year limited liability company will cease to exist or "perpetual")
6. 8-1-94
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 5 PARK CENTER COURT SUITE 101
OWINGS MILLS MD 21117
(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>WILLIAM K. SCHAPIRO</u>	<u>MGRM</u>		
<u>24 SEMINARY DR.</u>			
<u>LUTHERVILLE MD 21093</u>			
<u>LEONARD WHITEHOUSE</u>	<u>MGRM</u>		
<u>5 HIDDENWOOD CT.</u>			
<u>BALTIMORE, MD 21208</u>			

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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.)

STATE OF MARYLAND

692160

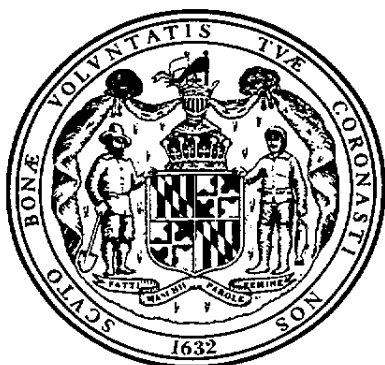
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

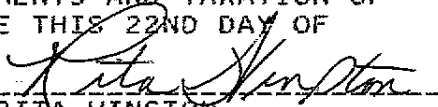
I, RITA WINSTON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE, RELATING TO LIMITED LIABILITY COMPANIES OR THE RIGHT OF LIMITED LIABILITY COMPANIES TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT ACCORDING TO THE RECORDS OF THIS DEPARTMENT WHITEHOUSE & SCHAPIRO, L.L.C. FILED ARTICLES OF ORGANIZATION WHICH WERE RECEIVED AND APPROVED FOR RECORD BY THIS DEPARTMENT ON JULY 22, 1994.

I FURTHER CERTIFY THAT WHITEHOUSE & SCHAPIRO, L.L.C IS IN GOOD STANDING WITH THIS DEPARTMENT AT THE TIME OF THIS CERTIFICATE.



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 22ND DAY OF DECEMBER, 1998.


RITA WINSTON
CHARTER DIVISION

**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:

WHITEHOUSE & SCHAPIRO, L.L.C.

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

GARY V. SMITH

(Name)

1230 NW 7th Street

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Miami

FL

33125

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)

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 WHITEHOUSE &
SCHAPIRO, L.L.C. certifies:

1) the above named limited liability company has at least one member;

2) the total amount of cash contributed by the member(s) is

\$ 50,000.00

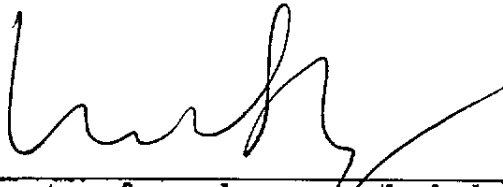
3) if any, the agreed value of property other than cash contributed by member(s) is
(A description of the property is attached and made a part hereto.)
and

\$ 0;

4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is

\$ 50,000.00

(This total includes amounts from 2 and 3 above.)



William Schapiro

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.)

WILLIAM KRESS SCHAPIRO

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit