

M99000000342

February 10, 1999

Florida Department of State
Registration Section
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

300002773983--5

-02/12/99--01062--003
***337.50 ***337.50

Dear Sir:

My name is Evelyn F. Fisher and I am the registered Agent for the Fisher & Fisher Education/Training LLC. The above mention LLC is registered in the state of Delaware and we would to do business in Florida.

I have enclosed the proper paperwork and a check for \$337.50 for filing fee, designation of Registered Agent and a certified copy. Thank you for your attention to this matter.

Respectfully,


Evelyn F. Fisher

FILED

99 MAR 10 PM 1:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

52
3-10-99

**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. Fisher & Fisher Education / Training 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. Secretary of State - State of Delaware
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. November 19, 1998
(Date of Organization)
5. Aug. 2028
(Duration: Year limited liability company will cease to exist or "perpetual")
6. March 1999
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 1415 Virginia Drive
Orlando, Fla. 32803
(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:

Evelyn F. Fisher MGR
1415 Virginia Dr.
Orlando, Fla. 32803

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TALLAHASSEE, FLORIDA

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.)

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

The undersigned member or authorized representative of a member of Fisher
Fisher Education / Training LLC 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 \$ 1000;

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

4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 1000.
(This total includes amounts from 2 and 3 above.)

Evelyn F. Fisher

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.)

Evelyn F. Fisher

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

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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:

Fisher & Fisher Education/Training LLC

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

Evelyn F. Fisher
(Name)

1415 Virginia Driver
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Orlando, FL 32803
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.

Evelyn F. Fisher
(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FISHER & FISHER EDUCATION / TRAINING LLC" 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-SIXTH DAY OF FEBRUARY, A.D. 1999.



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

Edward J. Freel, Secretary of State

AUTHENTICATION:

2969064 8300

DATE: 9598122

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02-26-99