

Sheard & Davey Advisors, Inc.

April 19th 1999

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

300002845773--4
-04/21/99--01041--003
*****35.00 *****35.00

300002845773--4
-04/21/99--01041--002
*****250.00 *****250.00

Dear Sirs:

My name is Don Davey and I am one of the two Members of Sheard and Davey Advisors, LLC, a North Carolina Limited Liability Company. I wish to register my LLC to transact business in Florida. Enclosed please find the following documents:

- 1) Application by foreign LLC for authorization to transact business in Florida.
- 2) Affidavit of Membership and Contribution of Foreign LLC
- 3) Certificate of Designation of Registered Agent/Registered Office
- 4) Original Certificate of Existence
- 5) A check for \$250.00 for the Application and Affidavit filing fee
- 6) A check for \$35.00 for the Designation of Registered Agent filing fee

Please send a letter of acknowledgement to the following address:

Don Davey
Sheard & Davey Advisors, LLC
3815 Fenwick Island Drive
Jacksonville, FL 32224

If you have any problems or questions about this registration, please contact me at (904) 223-5861.

Sincerely,

Don Davey
Don Davey

Sheard & Davey Advisors, LLC

Don Davey
3815 Fenwick Island Dr.
Jacksonville, FL 32224
tel: 904.223.5861
fax: 904.223.5861
davey@sdadvisors.com

FILED
99 MAY 11 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SL
5-11-99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 26, 1999

DON DAVEY
SHEARD & DAVEY ADVISORS, LLC
3815 FENWICK ISLAND DRIVE
JACKSONVILLE, FL 32224

SUBJECT: SHEARD & DAVEY ADVISORS, LLC
Ref. Number: W99000009755

We have received your document for SHEARD & DAVEY ADVISORS, LLC and your check(s) totaling \$285.00. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 487-6043.

Shawn Logan
Document Specialist

Letter Number: 299A00021937

FILED
99 MAY 11 AM 11:00
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 TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Sheard & Davey Advisors, 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. North Carolina
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 36-4285119
(FEI number, if applicable)
4. March 30, 1999
(Date of Organization)
5. April 1, 2029
(Duration: Year limited liability company will cease to exist or "perpetual")
6. April 19, 1999
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 24 McNish Road
Southern Pines, NC 28387
(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>Robert F. Sheard</u>	<u>Member</u>	<u>Donald V. Davey</u>	<u>Member</u>
<u>24 McNish Road</u>		<u>3815 Fenwick Island Drive</u>	
<u>Southern Pines, NC 28387</u>		<u>Jacksonville, FL 32224</u>	

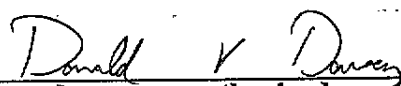
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99 MAY 11 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 Sheard & Davey Advisors, 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 _____ \$ 200.00 ;
- 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.)
and
- 4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is _____ \$ 200.00 .
(This total includes amounts from 2 and 3 above.) _____



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.)

Donald V. Davey

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

FILED
99 MAY 11 AM 11:00
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:

Sheard & Davey Advisors, LLC

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

Donald V. Davey

(Name)

3815 Fenwick Island Drive

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

Jacksonville, FL 32224

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.

Donald V. Davey
(Signature)

FILED
199 MAY 11 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Filing Fee: \$ 35 for Designation of Registered Agent

STATE OF NORTH CAROLINA



Department of The
Secretary of State

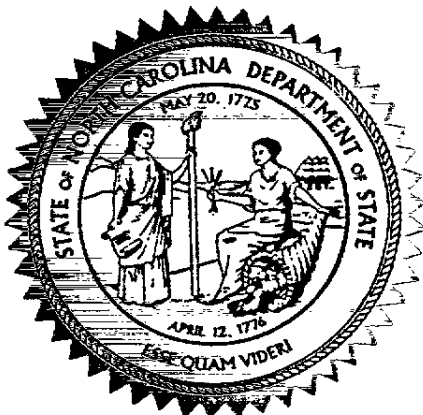
CERTIFICATE OF EXISTENCE (Limited Liability Company)

I, **ELAINE F. MARSHALL**, *Secretary of State of the State of North Carolina*, do hereby certify that

SHEARD & DAVEY ADVISORS, LLC

is a limited liability company duly formed under the laws of the State of North Carolina, having been formed on the 30th day of March, 1999, with a period of duration ending AFR 2029.

I **FURTHER** certify that the said limited liability company's articles of organization are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said limited liability company is not administratively dissolved for failure to comply with the provisions of the North Carolina Limited Liability Company Act; and that the said limited liability company has not filed articles of dissolution as of the date of this certificate.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 3rd day of May, 1999.

Elaine F. Marshall

Secretary of State