

M 99000000920

June 4, 1999

To Whom It May Concern:

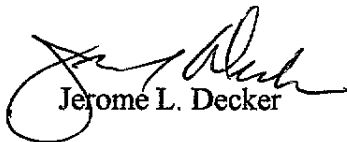
Enclosed please find the following applications and related fees (total fees - \$365.00):

- Application By Foreign Limited Liability Company for Authorization to Transact Business in Florida and Affidavit Of Membership And Contributions Of Foreign Limited Liability Company (\$250.00)
- Certificate Of Designation Of Registered Agent/Registered Office (\$35.00)
- Application For Registration Of Fictitious Name (\$50.00 fee and \$30.00 certified copy)

Also enclosed is an original certificate of existence from the state of Ohio.

If there are any questions or problems, please call me in Ohio at (513)831-1908.

Thank you for your assistance.


Jerome L. Decker

FILED
99 JUN 17 PM 5:00
SECRETARY OF STATE
TOLAH COUNTY, FLORIDA

800002897908--8
-06/08/99--01034--001
****365.00 ****285.00

M99-920

Name	AL 6-21
Availability	AL
Drawings	AL
Examination	AL
Use	AL
Use	AL
Ver.	AL
Acknowledgment	AL
W. P. Ver.	AL



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 11, 1999

JEROME L. DECKER
6856 FOREST HILL LANE
INDIAN SPRINGS, OH 45011

SUBJECT: ROYAL PALM DISTRIBUTORS LTD & COMPANY
Ref. Number: W99000013747

We have received your document for ROYAL PALM DISTRIBUTORS LTD & COMPANY and your check(s) totaling \$365.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of a Limited Liability Company must end with the words "limited company", "limited liability company" or their abbreviation "L.C." or "L.L.C."

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

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

Tammi Cline
Document Specialist

Letter Number: 099A00031729

FILED
99 JUN 17 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 4, 1999

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SECRETARY OF STATE
777 N. LAUREL ST. COLUMBUS, OH 43260

Hi Tammi,

Here's a copy of everything. I changed the name, adding ~~B~~ LLC at the end. I re-signed all signatures so they're original and also initialed all changes. (including "Upon Qualification")

I hope this does it. Thanks for your help.

Jay
Please call with any questions or problems.

**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:

STW

1. Royal Palm Distributors Ltd + Company, 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. Ohio 3. 31-1639608
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. MARCH 10, 1999 5. PERPETUAL
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

STW

6. N/A Upon Qualification
(Date first transacted business in Florida) (See sections 608.501, 608.502, and 817.155, F.S.)

year qualified

7. 6856 Forest Hill LN
INDIAN SPRINGS OHIO 45011
(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>Jerome L. Decker</u>	<u>(Chairman)</u>	<u>Member [MGRM]</u>	
<u>573 Avalon Blvd</u>	<u>+ C.E.O.</u>		
<u>Destin, FL 32541</u>			


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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**

8-100 The undersigned member or authorized representative of a member of Royal Palm
Distributors Ltd & Company, LC 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 \$ 1,000 -;
- 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.)
and
- 4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 1,000 -.
(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.)

Jerome L. Decker
Typed or printed name of signee

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

1. The name of the Limited Liability Company is:

Royal Palm Distributors LTD. & Company, L.C JTD



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

JEROME L. Decker
(Name)

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

Destin FL 32541
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

FILED
99 JUN 17 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.



I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show ROYAL PALM DISTRIBUTORS LTD & COMPANY, an Ohio Limited Liability Company, Registration No. 1065392, was organized within the State of Ohio on March 11, 1999 and is currently in FULL FORCE AND EFFECT upon the records of this office.

*WITNESS my hand and official
seal at Columbus, Ohio on
June 3, 1999*



J. Kenneth Blackwell
Secretary of State

