

M99 0000000 947

TRANSMITTAL LETTER  
FOR FLORIDA LIMITED LIABILITY COMPANY

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: AllMark, LLC  
(Proposed limited liability company name - must include suffix)

900002911119--3  
-06/21/99--01138--020  
\*\*\*\*285.00 \*\*\*\*285.00

Enclosed is an original and one (1) copy.

Filing fee for articles of organization of Florida Limited Liability Company:

\$250.00 Filing fee for Articles of Organization and Affidavit  
\$ 35.00 Designation of Registered Agent

A letter of acknowledgement will be issued free of charge upon filing. Please submit an additional \$8.75 if a certificate of status is needed. The fee for a certified copy is \$52.50. Please send one check for the total amount made payable to the Florida Department of State.

FROM: Detra Reed  
Name (Printed or typed)

Central Licensing Bureau, 1501 N. University, #550  
Address

Little Rock, AR 72207  
City, State & Zip

(501) 664-8044  
Daytime Telephone number

99 JUN 21 / 4:30 PM  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

mt  
6/24

**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. AllMark, LLC  
(Name of foreign limited liability company must end with the words "limited liability company" or "limited company" or their abbreviations "L.L.C." or "L.C." if not so contained in the name at present.)
2. Delaware 3. 75-2795991  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. January 4, 1999 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. when qualified  
(Date first transacted business in Florida. (See sections 608.501, 608.502 and 817.155, F.S.))
7. 1750 Hennepin Avenue  
Minneapolis, MN 55403  
(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 James</u>	<u>Manager</u>	<u>Michael Warren</u>	<u>Manager</u>
<u>1750 Hennepin Avenue</u>		<u>15770 Dallas Pkwy-Suite 750, LB45</u>	
<u>Minneapolis, MN 55403</u>		<u>Dallas, TX 75248-3329</u>	
<u>Tim Tongson</u>	<u>Manager</u>	<u>Mark S. Fischer</u>	<u>Manager</u>
<u>1750 Hennepin Avenue</u>		<u>15770 Dallas Pkwy-Suite 750, LB45</u>	
<u>Minneapolis, MN 55403</u>		<u>Dallas, TX 75248-3329</u>	
<u>Michael Westermeyer</u>	<u>Manager</u>		
<u>1750 Hennepin Avenue</u>			
<u>Minneapolis, MN 55403</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.)

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

The undersigned member or authorized representative of a member of AllMark, 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 \$ -0-;

3) if any, the agreed value of property other than cash contributed by member(s) is \$ 208,060;  
(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 \$ 208,060;  
(This total includes amounts from 2 and 3 above.)

*Michael Warren*

**Signature of a member or 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.)

MICHAEL W. WARREN

Typed or printed name of signee

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
59 JUN 21 AM 9:30

**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:

AllMark, LLC

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

CT Corporation System, Inc.

(Name)

7200 S. Pine Island Road

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

Plantation, FL 33324

(City/State/Zip)

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DIVISION OF CORPORATIONS

*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.*

CT Corporation System

(Signature)

J L Miles, Assistant Secretary

**Filing Fee: \$ 35 for Designation of Registered Agent**

## **AllMark, LLC**

### **Property Value of Property Other than Cash Contributed by Member at Time of Formation of Limited Liability Company**

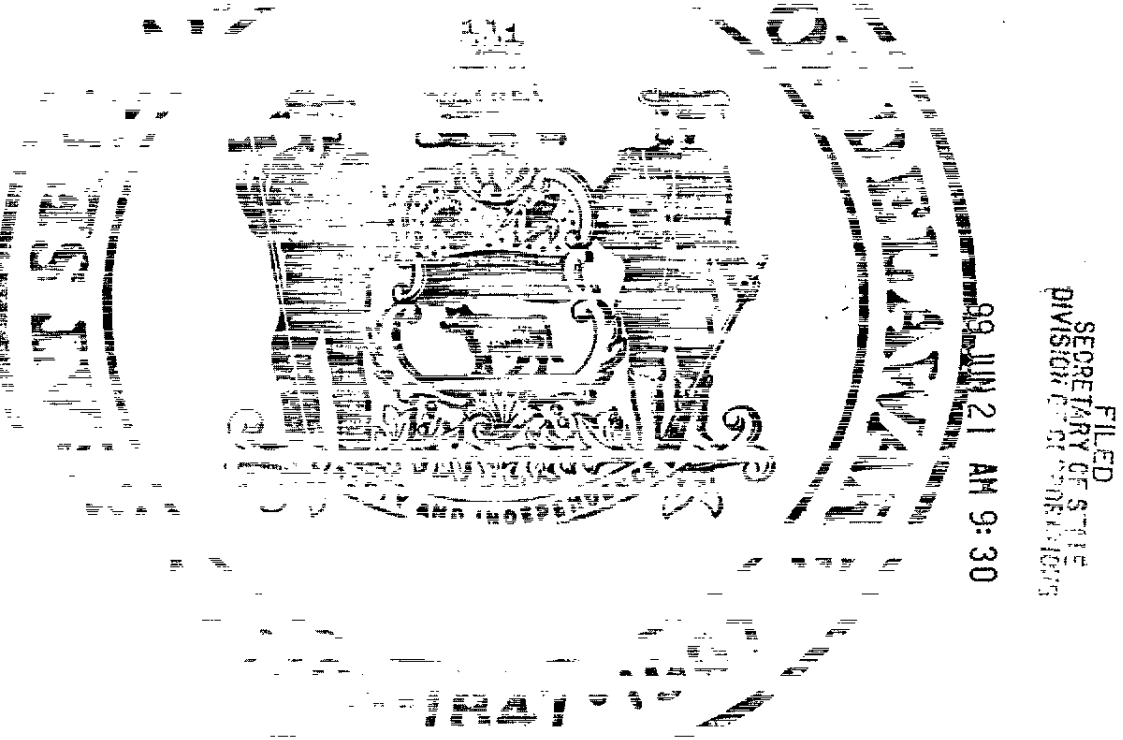
Computer Equipment	41,973
Furniture and Fixtures	139,778
Office Equipment	21,791
Leasehold Improvements	<u>4,518</u>
Total	<u><u>208,060</u></u>

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State of Delaware  
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ALLMARK, 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 SEVENTH DAY OF JUNE, A.D. 1999.



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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JUN 21 AM 9:30



*Edward J. Freel*

Edward J. Freel, Secretary of State

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9787659

AUTHENTICATION:

DATE: 06-07-99