

ROSS MILLER Secretary of State 204 North Carson Street, Suite 4 Carson City, Nevada 89701-4520 (775) 684-5708

Website: www.nvsos.gov

Certificate of Registration Limited-Liability Partnership (PURSUANT TO NRS CHAPTER 87)

USE BLACK INK ONLY - DO	NOT HIGHLIGHT	ABOVE SP	ACE IS FOR	R OFFICE USE ONLY
1. Name of Limited-Liability Partnership: (see instructions)				
2. Street Address of Principal Office:	Street Address	City	State	Zip Code
3. Registered Agent for Service of Process: (check only one box)	Commercial Registered Agent: Name Noncommercial Registered Agent (name and address below) OR	Office or Position (name and addres		<i>y</i>
	Name of Noncommercial Registered Agent OR Name of	Title of Office or Other Position with	h Entity Nevada	
	Street Address	City		Zip Code
	Mailing Address (if different from street address)	City		Zip Code
4. Name and Business Address of Each Managing Partner in this State: (attach additional pages if more than 3) 5. Name and	1) Name Business Address 2) Name Business Address 3) Name Business Address The partnership, hereafter, will be a registered limited	City City Liability partnership:	Nevada Nevada	Zip Code Zip Code
Signature of Authorized Managing Partner(s): (see instructions)	The partnership, hereafter, will be a registered limited Name Name Name	I-liability partnership: X Managing Partner Signature X Managing Partner Signature X Managing Partner Signature		
6. Certificate of Acceptance of Appointment of Registered Agent:	I hereby accept appointment as Registered Age X Authorized Signature of Registered Agent or On Behalf	ent for the above named Ent	tity.	



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Instructions for Registration of Limited-Liability Partnership

(PURSUANT TO NRS CHAPTER 87)

IMPORTANT: READ ALL INSTRUCTIONS CAREFULLY BEFORE COMPLETING FORM.

- 1. <u>Name of the Limited-Liability Partnership.</u> The name must contain the words "Limited-Liability Partnership" or "Registered Limited-Liability Partnership," or the abbreviation "L.L.P." or "LLP," as the last words or letters of the name. If the name does not contain the one of the above endings it <u>will be rejected by the Secretary of State.</u> The name must be distinguishable from the name of a limited-liability company, limited partnership, limited-liability limited partnership, limited-liability partnership, business trust or corporation already on file in this office. A name may be reserved, if available, for 90 days by submitting a name reservation form with a \$25.00 filing fee to the office of the Secretary of State. For details you may call (775) 684-5708 or write to the Secretary of State, 204 North Carson Street, Suite 4, Carson City, NV 89701-4520.
- 2. Location of Principle Office. State the street address of principle office of the limited-liability partnership.
- 3. <u>Registered Agent.</u> Persons wishing to register a limited-liability partnership in the State of Nevada must designate a person as a registered agent who resides or is located in this state. Every registered agent must have a street address in the state of Nevada for the service of process, and may have a separate Nevada mailing address such as a post office box, which may be different from the street address.
- 4. <u>Managing Partners.</u> List the names and business addresses of all of the managing partners in this state. If there are more than three managing partners, use 8 ½" x 11" white paper and attach to the certificate.
- 5. <u>Name and Signature of Managing Partner.</u> The certificate of registration must be signed by a majority in interest of the partners or by one or more partners authorized to sign such a certificate. If there are more than three, use an 8 ½" x 11" white paper and attach to the certificate.
- 6. <u>Registered Agent Acceptance.</u> The registered agent must complete and sign the certificate of acceptance at bottom of form or attach a separate signed certificate of acceptance.
- 7. <u>Other Matters.</u> Any other matters the partnership desires to include in this certificate may be noted on separate pages. Use 8 ½" x 11" white paper and attach to the certificate.

IMPORTANT

<u>INITIAL LIST OF MANAGING PARTNERS:</u> Pursuant to NRS 87.510, each limited-liability partnership organized under the laws of this state shall, on or before the last day of the first month after the filing of its certificate of registration, and annually thereafter, file its list of managing partners and registered agent. The initial list fee is \$125.00. Forms will be mailed to you upon the filing of your registration and annually thereafter to the entity's registered agent.

<u>COPIES</u>: One file stamped copy of the registration form is issued with your filing confirmation. This copy may be certified for an additional \$30.00. Additional file stamped copies are \$2.00 per page (plus \$30.00 if they are to be certified). It is recommended that a limited-liability partnership have at least one copy of the certificate of registration be kept in the office of the registered agent. The Secretary of State keeps the original filing.

CEREMONIAL CHARTER: Ceremonial (colored) charters are also available for an additional \$100.00.

FILING FEE: \$75.00 filing fee is required. Filing may be expedited for an additional \$125.00 expedite fee.

Filing may be submitted at the office of the Secretary of State or by mail at the following addresses:

MAIN OFFICE:

Regular and Expedited Filings

Secretary of State New Filings Division 204 North Carson Street, Suite 4 Carson City NV 89701-4520 Phone: 775-684-5708

Fax: 775-684-7138

SATELLITE OFFICE:

Expedited Filings Only

Secretary of State – Las Vegas Commercial Recordings Division 555 East Washington Ave, Suite 5200 Las Vegas NV 89101 Phone: 702-486-2880 Fax: 702-486-2888



ROSS MILLER Secretary of State 202 North Carson Street Carson City, Nevada 89701-4201 (775) 684-5708

Website: www.nvsos.gov

Registered Agent Acceptance

(PURSUANT TO NRS 77.310)

This form may be submitted by: a Commercial Registered Agent, Noncommercial Registered Agent or Represented Entity. For more information please visit http://www.nvsos.gov/index.aspx?page=141

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

Certificate of Acceptance of Appointment by Registered Agent

		•	• •	, ,	`	•
In the	e matter of					
		Nan	ne of Represented Bus	iness Entity		
Ι,						am a
	Na	me of Appointed Registered Agent OR	Represented Entity Se	erving as Own Ag	ent*	
(comple	ete only one)					
а	omm	nercial registered agent listed w	rith the Nevada S	ecretary of St	tate.	
				•		
b	nonco	mmercial registered agent with	the following add	dress for serv	ice of pro	ocess:
					Nevada	
	Street Addres	ss	City		140 / 444	Zip Code
					Nevada	
	Mailing Addre	ess (if different from street address)	City		INGVAGA	Zip Code
С	repres	sented entity accepting own ser	rvice of process s	at the followin	a addrae	c·
U) repres	sented entity accepting own ser	vice of process a	it tile lollowill	y addies	5.
	Title of Office	or Position of Person in Represented En	tity			
					Nevada	
	Street Addres	SS	City		Nevaua	Zip Code
					Nevada	
	Mailing Addre	ess (if different from street address)	City		Nevaua	Zip Code
	J	,	- ,			— •
and h	nereby state	that on	I accepted the	appointment	as regist	ered agent fo
the al	bove named	business entity.	•		_	_
	0010 110	buomiese smity.				
X						
Author	rized Signature	of R.A. or On Behalf of R.A. Company		Date		
*If c	changing Re	gistered Agent when reinstating	g, officer's signatı	ure required.		
<u>X</u>						
Sign	nature of Officer	r		Date		



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SUBMIT THIS COMPLETED FORM WITH YOUR FILING

Customer Order Instructions

USE BLACK INK ONLY - DO NOT HIGHLIGHT

Proces Service Re		Regular	24-Hour Expedi	te (additional fee included)
Name of Entity:				Date:
Return to:				
Contact Name:			Phone:	
Return Delivery	(email or fax options	do not receive a copy v	via mail; must be ordered se	parately)
Email to:			☐ Fax to:	
☐ Hold for Pick	Up Mail to A	ddress Above	FedEx: Acct #	
Other: (explain	below)			
Order Description	n: (include items being	ordered and fee break	down)*	
Craor Boomptio	Tr. (merade items being	Stacted and tee break	downy	
stamped copy ordered	s office keeps the origina d at the time of filing is at e (plus \$30.00 for each c	no charge. Each add		unt:
Method of Paym	ent:			
Check/Money	/ Order	Card (attach ePayme	nt checklist) Trust A	ccount:
☐ Use balance	remaining in job #			



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SUBMIT THIS COMPLETED FORM WITH YOUR FILING

1 or 2-Hour Expedite Customer Order Instructions

USE BLACK INK ONLY - DO NOT HIGHLIGHT

	Hour Expedite ditional \$1000.00 fee included)
Name of Entity:	Date:
Return to:	
Contact Name: Phone:	
Return Delivery:	
☐ Email to: ☐ Fax to:	
☐ Hold for Pick Up ☐ Mail to Address Above ☐ FedEx: Acct #	
Other: (explain below)	
Order Description: (include items being ordered and fee breakdown)*	
Order Description: (include items being ordered and ree breakdown)	
*PLEASE NOTE: this office keeps the original paperwork. The first file stamped copy ordered at the time of filing is at no charge. Each additional copy is \$2.00 per page (plus \$30.00 for each certification).	ount:
Method of Payment:	
☐ Check/Money Order ☐ Credit Card (attach ePayment checklist) ☐ Trust	Account:
Use balance remaining in job #	



ROSS MILLER Secretary of State 202 North Carson Street Carson City, Nevada 89701-4201 Phone: (775) 684 5708

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24-hour, 2-hour and 1-hour Expedite Service Guidelines

IMPORTANT: To ensure expedited service, please mark "Expedite" in a conspicuous place at the top of the service request. Please indicate method of delivery.

24-HOUR EXPEDITE SERVICE

The Secretary of State offers a 24-hour expedite service on most filings processed by this office. If you choose to utilize this service, please enclose with your filing the additional expedite fee. Please note that this expedite fee is in addition to the standard fee charged on each filing and/or order. Check the 24-hour expedite box on your customer order instruction form. If not using our order form, state clearly in your cover letter that you are requesting 24-hour expedited service, include your telephone number and return information. Attach the order form or cover sheet to the *top* of your filing and submit to this office. Each filing will be returned by U.S.P.S. regular mail unless other arrangements are made. This office *does not* fax confirmation of a 24-hour expedite.

The fee for 24-hour handling ranges from \$25.00 to \$125.00. Please consult our fee schedules for the appropriate 24-hour expedite fee. If you require assistance, please contact this office.

Time Constraints: Each filing submitted receives same day filing date and may be picked up within 24-hours. Filings to be mailed the next business day if received by 2:00 pm of receipt date and no later than the 2nd business day if received after 2:00 pm. Expedite period begins when filing or service request is received in this office in fileable form.

2-HOUR EXPEDITE SERVICE

The Secretary of State offers a 2-hour expedite service on most filings processed by this office. If you choose to utilize the 2-hour expedite service, please enclose with your filing an additional \$500.00 per filing and/or order. Please note that this expedite fee is in addition to the standard fee charged on each filing and/or order. Complete and submit the 2-hour customer order instruction form. If not using our order form, state clearly in your cover letter that you are requesting 2-hour expedited service and include your telephone number and return information. Attach the order form or cover sheet to the *top* of your filing and submit to this office. Each filing will be returned by U.S.P.S. regular mail unless other arrangements are made.

1-HOUR EXPEDITE SERVICE

The Secretary of State offers a 1-hour expedite service on most filings processed by this office. If you choose to utilize the 1-hour expedite service, please enclose with your filing an additional \$1000.00 per filing and/or order. Please note that this expedite fee is in addition to the standard fee charged on each filing and/or order. Complete and submit the 1-hour customer order instruction form. If not using our order form, state clearly in your cover letter that you are requesting 1-hour expedited service and include your telephone number and return information. Attach the order form or cover sheet to the *top* of your filing and submit to this office. Each filing will be returned by U.S.P.S. regular mail unless other arrangements are made.

1-Hour and 2-Hour Time Constraints: Each filing submitted for either 1-hour or 2-hour expedite receives same day filing date and will be acknowledged by fax or e-mail within expedite service time. Failure to indicate method of acknowledgement (fax or e-mail) or to provide a correct fax number or e-mail address may prevent the Secretary of State from acknowledging the filing of such documents. Filings may be picked up within the expedite service period. Filings to be mailed will be mailed out no later than the next business day following receipt. Expedite period begins when filing or service request is received in this office in fileable form.

The Secretary of State reserves the right to extend the expedite period in times of extreme volume, staff shortages or equipment malfunction. These extensions are few and will rarely extend more than a few hours.



Authorized Signature

ROSS MILLER Secretary of State 202 North Carson Street Carson City, Nevada 89701-4201 (775) 684-5708 Website: www.nvsos.gov

ePayment Checklist (For Counter, Fax and Mail Requests)

		USE BLACK INK ONLY - DO NOT HIGHLIGHT
Service Type: Counter	Mail Fax	
Order Processing Requested:	(Expedite Processing Require	es Additional Fees)
Regular Processing 24-H0	OUR Expedite 2-HOUR Exp	pedite 1-HOUR Expedite
Payment by Card (card holder i	name and billing address required	below)
Card Type: VISA	MasterCard Discover	American Express
Customer Credit Card Number:		V CODE*
	e far right of the backside of VISA, MasterCard e front right side of American Express card.	and Discover cards
NOTICE: For security and verification pur (VCode) number located on the credit card request.		
Credit Card Expiration Date: Month	Year	
	Amount to C	Charge Card: USD \$
Order Information (required)		
Entity Name/Order Reference:		
Card Holder Information:		
Name as it Appears on the Accour	t	
Billing Addres	S	
City, State, Zi)	
Telephon)	
Payment Authorization I authorize the Secretary of State to bill an account(s):	amount not to exceed the following to	be charged to the above listed
X	Not to Exce	eed Amount: USD\$



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Secretary of State
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Carson City, Nevada 89701-4201
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Copies and Certification Services Fee Schedule Effective 7-1-08

The following is a list of copies and certification services and the associated fees. Fees are per document unless otherwise noted.

SERVICE REQUESTED:

Copies	\$2.00 per page
Certification of Document	\$30.00
Search	\$50.00
Certificate of Existence (evidence of good standing – short form)	\$50.00
Certificate of Existence (listing amendments – long form)	\$50.00
Ceremonial Certificate of Good Standing	\$100.00
Certificate Evidencing Name Change	\$50.00
Certificate of Fact of Merger	\$50.00
Certificate of Default	\$50.00
Certificate of Revocation	\$50.00
Certificate of Dissolution	\$50.00
Certificate of Withdrawal	\$50.00
Certificate of Cancellation	\$50.00
Certificate of Non-Existence	\$50.00
Miscellaneous Certificates	\$50.00
Apostille (Hague Treaty Nations)/Certification (Non-Hague Treaty Nations)	\$20.00
Corporate Charter	\$50.00
Ceremonial Charter	\$100.00

EXPEDITE SERVICE:

Expedite service is available for copies, certificate and certification services. Fees for expedite service are in addition to the fees as listed above.

24 Hour Expedite Service: Order may be picked up or mailed out within 24-hours.

Apostille	\$75.00
Copies: Per entity name	\$125.00
Certificates: Per entity name and certificate type	\$125.00
Search: Expedite fee on search only: additional expedite fee required for copies	\$125.00

<u>2-Hour Expedite Service:</u> Order may be picked up or mailed within 2-hours.

1 or more certificates (per entity name and certificate type)	\$500.00
1 or more copies (per entity name)	\$500.00

1-Hour Expedite Service: Order may be picked up or mailed within 1-hour.

1 or more certificates (per entity name and certificate type)	\$1000.00
1 or more copies (per entity name)	\$1000.00

BASIC INSTRUCTIONS:

- All orders may be submitted in writing, with fees enclosed, to the above address. Telephone orders with payment by VISA, Mastercard, Discover or American Express may be called into our Customer Service Department at (775) 684-5708. Trust account and credit card customers may fax <u>expedite orders only</u> to (775) 684-5645. Trust account orders must be received on company letterhead.
- 2. All orders not specified as a pick-up are mailed out via first-class mail, unless a Federal Express number is provided or other major courier pickup arrangement is made.
- 3. Fax back service is *only available* for certificates or copies of 50 pages or less. This service must be requested at time of order with complete fax information provided.
- 4. Each order will be returned to one address only.



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Limited-Liability Partnership Fee Schedule Effective 7-1-08

LIMITED-LIABILITY PARTNERSHIP FEES: Pursuant to NRS 87 for both Domestic and Foreign Limited-Liability Partnerships.

Registration of Foreign Limited-Liability Partnership \$75.00 Reinstatement Fee \$300.00 Certificate of Amendment \$175.00 Certificate of Correction \$175.00 Notice of Withdrawal (Termination of Registration), Foreign or Domestic \$100.00 Preclearance of any Document \$125.00 Articles of Domestication – contact office for fee information \$100.00 Ceremonial Charter \$100.00 Cerificate of Good Standing \$50.00 Ceremonial Certificate of Good Standing \$100.00 Certificate of Managing Partners \$125.00 Annual or Amended List of Managing Partners \$125.00 24-Hour Expedite fee for above fillings \$125.00 Apostille \$20.00 24-Hour Expedite fee for above filling \$75.00 Va-Hour Expedite fee for above filling \$50.00 Certificate of Change of Principal Office \$60.00 Change of Noncommercial Registered Agent \$60.00 Change of Registered Agent by Represented Entity \$60.00 Resignation of Managing Partner \$75.00 Resignation of Registered Agent (plus \$1.00 for each additional entit	Registration of Limited-Liability Partnership	\$75.00
Certificate of Amendment \$175.00 Certificate of Correction \$175.00 Notice of Withdrawal (Termination of Registration), Foreign or Domestic \$100.00 Preclearance of any Document \$125.00 Articles of Domestication – contact office for fee information Ceremonial Charter \$100.00 Certificate of Good Standing \$50.00 Ceremonial Certificate of Good Standing \$100.00 Certificate of Managing Partners \$125.00 Annual or Amended List of Managing Partners \$125.00 Annual or Amended List of Managing Partners \$125.00 24-Hour Expedite fee for above filing \$20.00 24-Hour Expedite fee for above filing \$75.00 Certificate of Change of Principal Office \$60.00 Change of Noncommercial Registered Agent \$60.00 Change of Registered Agent by Represented Entity \$60.00 Resignation of Managing Partner \$75.00 24-Hour Expedite fee for above filing \$100.00 Change of Registered Agent by Represented Entity \$60.00 Change of Registered Agent to Principal Office \$100.00 Certificate of Change of Principal Office \$100.00 Change of Registered Agent by Represented Entity \$100.00 Certification of Documents – per certification \$100.00 Certificate of List of Managing Partners \$75.00	Registration of Foreign Limited-Liability Partnership	\$75.00
Certificate of Correction Notice of Withdrawal (Termination of Registration), Foreign or Domestic Preclearance of any Document Articles of Domestication – contact office for fee information Ceremonial Charter Ceremonial Charter \$100.00 Certificate of Good Standing Certificate of Good Standing S100.00 Ceremonial Certificate of Good Standing Initial List of Managing Partners Annual or Amended List of Managing Partners \$125.00 24-Hour Expedite fee for above filing \$20.00 24-Hour Expedite fee for above filing \$50.00 Certificate of Change of Principal Office Certificate of Change of Principal Office Change of Noncommercial Registered Agent Change of Registered Agent by Represented Entity Resignation of Managing Partner \$75.00 24-Hour Expedite fee for above filing \$60.00 Change of Registered Agent (plus \$1.00 for each additional entity listed) 24-Hour Expedite fee for above filings \$25.00 Certification of Documents – per certification \$30.00 Copies – per page \$2.00 Late Fee for List of Managing Partners \$75.00	Reinstatement Fee	\$300.00
Notice of Withdrawal (Termination of Registration), Foreign or Domestic Preclearance of any Document \$125.00 Articles of Domestication – contact office for fee information Ceremonial Charter \$100.00 Certificate of Good Standing \$50.00 Ceremonial Certificate of Good Standing \$100.00 Initial List of Managing Partners \$125.00 Annual or Amended List of Managing Partners \$125.00 24-Hour Expedite fee for above filing \$20.00 24-Hour Expedite fee for above filing \$75.00 Name Reservation \$25.00 24-Hour Expedite fee for above filing \$50.00 Certificate of Change of Principal Office Change of Noncommercial Registered Agent Change of Registered Agent by Represented Entity Resignation of Managing Partner Resignation of Registered Agent (plus \$1.00 for each additional entity listed) \$25.00 24-Hour Expedite fee for above filing \$50.00 Certification of Documents – per certification \$30.00 Copies – per page \$2.00 Late Fee for List of Managing Partners	Certificate of Amendment	\$175.00
Preclearance of any Document Articles of Domestication – contact office for fee information Ceremonial Charter Serificate of Good Standing Ceremonial Certificate of Good Standing Initial List of Managing Partners Annual or Amended List of Managing Partners \$125.00 24-Hour Expedite fee for above filing Sappositille 24-Hour Expedite fee for above filing Sappositille Sapposition Sappositille Sa	Certificate of Correction	\$175.00
Articles of Domestication – contact office for fee information Ceremonial Charter \$100.00 Certificate of Good Standing \$50.00 Ceremonial Certificate of Good Standing \$100.00 Initial List of Managing Partners \$125.00 Annual or Amended List of Managing Partners \$125.00 24-Hour Expedite fee for above filings \$125.00 Apostille \$20.00 24-Hour Expedite fee for above filing \$75.00 Name Reservation \$25.00 24-Hour Expedite fee for above filing \$50.00 Certificate of Change of Principal Office \$60.00 Change of Noncommercial Registered Agent \$60.00 Change of Registered Agent by Represented Entity \$60.00 Resignation of Managing Partner \$75.00 Resignation of Registered Agent (plus \$1.00 for each additional entity listed) \$100.00 24-Hour Expedite fee for above filings \$25.00 Certification of Documents – per certification \$30.00 Copies – per page \$2.00 Late Fee for List of Managing Partners \$75.00	Notice of Withdrawal (Termination of Registration), Foreign or Domestic	\$100.00
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Name Reservation \$25.00 24-Hour Expedite fee for above filing \$50.00 Certificate of Change of Principal Office \$60.00 Change of Noncommercial Registered Agent \$60.00 Change of Registered Agent by Represented Entity \$60.00 Resignation of Managing Partner \$75.00 Resignation of Registered Agent (plus \$1.00 for each additional entity listed) \$100.00 24-Hour Expedite fee for above filings \$25.00 Certification of Documents – per certification \$30.00 Copies – per page \$2.00 Late Fee for List of Managing Partners \$75.00	24-Hour Expedite fee for above filings	\$125.00
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2-Hour Expedite is available on all of the above filings at the fee of \$500.00 per item.

1-Hour Expedite is available on all of the above filings at the fee of \$1000.00 per item.

PLEASE NOTE: the expedite fee is in addition to the standard filing fee charged on each filing and/or order.

24-HOUR EXPEDITE TIME CONSTRAINTS:

Each filing submitted receives same day filing date and may be picked up within 24 hours. Filings to be mailed the next business day if received by 2:00 pm of receipt date and no later than the 2nd business day if received after 2:00 pm. Expedite period begins when filing or service request is received in this office in fileable form. The Secretary of State reserves the right to extend the expedite period in times of extreme volume, staff shortages, or equipment malfunction. These extensions are few and will rarely extend more than a few hours.

Nevada Secretary of State Fee Schedule-LLP

Revised: 2-14-11