



02634044

**APPLICATION FOR REGISTRATION
OF A FOREIGN LIMITED LIABILITY COMPANY**
Pursuant to A.R.S. §29-802 et seq.

1. The company name must contain an ending which may be "limited liability company," "limited company," or the abbreviations "L.L.C.," "L.C.," "LLC" or "LC". If you are the holder or assignee of a tradename, attach a copy of the tradename certificate. If your name is not available for use in Arizona, you must adopt a fictitious name and provide a resolution adopting the name, which must be signed by a manager, member or authorized agent.

2. Provide the name of the state or jurisdiction under whose laws your company was formed.

3. Provide the date on which your company organized in the state or jurisdiction under whose laws it was formed.

4. Provide the general character of business you plan to transact in Arizona.

5. The statutory agent must provide a street address. If statutory agent has a P.O. Box, then they must also provide a street address/location.

The agent must consent to the appointment by executing the consent.

LL:0005
Rev. 10/2006

1. The name of the foreign limited liability company is:

BF Holdings, LLC

1. a. If the exact name of the foreign limited liability company is not available for use in this state, then the fictitious name adopted for use by the limited liability company in Arizona is:

(FN) _____

2. The company is organized under the laws of: Nevada
(State)

3. The date of the company's formation is: December 5, 2008

4. The purpose of the company or the general character of business it proposes to transact in Arizona is:

Real Estate Investment

5. The name and street address of the statutory agent for the foreign limited liability company in Arizona is:

Ralph Bednar

32829 North 43rd Street

Cave Creek, AZ 85331

ACCEPTANCE OF APPOINTMENT BY STATUTORY AGENT

I, Ralph Bednar, having been designated to act as
(Print Name)

statutory agent, hereby consent to act in that capacity until removed or resignation is submitted in accordance with the Arizona Revised Statutes.

[Signature]
Signature

If signing on behalf of a company, print company name here

**AZ CORPORATION COMMISSION
FILED**

DEC 12 2008
FILE NO. R-1494059.1

6. Check which management structure will be applicable to your company. Provide name, title and address for each person.

7. If the jurisdiction under the law of which your company is formed, you must provide the address of the principle office of the company, in whatever state or jurisdiction it is located.

The application must be signed by a member, manager or duly authorized agent.

Attach a certificate of existence or document of similar import duly authenticated (within sixty (60) days) by the official having custody of corporate records in the state, province or county under whose laws the corporation is incorporated.

Your phone and fax numbers are optional.

LL:0005
Rev. 10/2006

6. Management Structure (select option A or B):

A ☐ **Management of the limited liability company is vested in a manager or managers.** The names and addresses of each person who is a manager **AND** each member who owns a twenty percent or greater interest in the capital or profits of the limited liability company are:

Name: David J. Voorhies
[] member ☒ manager

Address: 420 East Carrillo
Street

City, State, Zip: Santa Barbara, CA
93101

Name: _____
[] member [] manager

Address: _____

City, State, Zip: _____

Name: Kathy Holland
[] member ☒ manager

Address: 420 East Carrillo
Street

City, State, Zip: Santa Barbara, CA 93101

Name: _____
[] member [] manager

Address: _____

City, State, Zip: _____

B ☐ **Management of the limited liability company is reserved to the members.**
The names and addresses of each person who is a member are:

Name: _____

Address: _____

City, State, Zip: _____

Name: _____

Address: _____

City, State, Zip: _____

Name: _____

Address: _____

City, State, Zip: _____

Name: _____

Address: _____

City, State, Zip: _____

7. The address of the office required to be maintained in the jurisdiction under the laws of which the company is organized, if required; or, if not required, the address of the principal office of the company is:

1600 Lake Las Vegas Parkway
Henderson, NV, 89011

Executed this 11th day of December, 2008

[Signature]
Signature

David J. Voorhies
Print Name (Check One) ☐ Member ☒ Manager ☐ Authorized Agent

PHONE: 702-506-0983

FAX: 702-564-5005

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, ROSS MILLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **BF HOLDINGS, LLC**, as a limited liability company duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since December 5, 2008, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on December 8, 2008.



ROSS MILLER
Secretary of State

Electronic Certificate
Certificate Number: C20081208-1985
You may verify this electronic certificate
online at <http://www.nvsos.gov/>

**ARIZONA CORPORATION COMMISSION
CORPORATIONS DIVISION
SUBMISSION COVER SHEET**

Important: USE A SEPARATE COVER sheet for each document.

ARE YOU FILING: ☒ New Entity ☐ Change to existing Entity ☐ Re submission/Correction

Please Select AND Complete all the Appropriate Sections 1 through 10:

Regarding (Name/Proposed name for Corp/LLC):

1. Type in Name: BF Holdings, LLC

2. Filing Type: (Select Only One)

- ☐ Articles of Domestication\$100.00
- ☐ Articles of Incorporation (P)\$ 60.00
- ☐ Articles of Incorporation (NP).....\$ 40.00
- ☐ Articles of Organization (LLC).....\$ 50.00
- ☐ Application For Authority (Business)\$175.00
- ☐ Application to Conduct Affairs (NP).....\$175.00
- ☐ Application for New Authority\$175.00
- ☒ Application for Registration.....\$150.00
- ☐ Articles of Amendment.....\$ 25.00
- ☐ Articles of Amendment & Restatement\$ 25.00
- ☐ Articles of Correction\$ 25.00
- ☐ Articles of Merger/Share Exchange\$100.00
- ☐ Articles of Merger LLC\$ 50.00
- ☐ Affidavit of Publication.....No Fee
- ☐ Other: _____

3. Extras:

- ☐ Certified Copies () (Qty @ \$5 each for Corps
- ☐ Certified Copies () (Qty @ \$10 each for LLC-s
- ☐ Good Standing Certificate () (Qty @ \$10 ea.)
- ☐ Expedite Good Standing (\$35.00 extra)
- ☐ Expedite Certified Copies (\$35.00 extra)

4. Processing Type (Select One)

☒ **Expedited (\$35.00)** (Priority service, Additional Fee Per Document) Completed as soon as possible. View current processing times at <http://www.azcc.gov/Divisions/Corporations>

☐ **Regular** View current processing times at <http://www.azcc.gov/Divisions/Corporations>

5. Select Payment type:

☒ Check Amt \$185.00 Check # 1199
☐ Cash Amt _____
☐ MOD Amt _____ MOD # _____
☐ No fee required

☐ See attached distribution of funds instructions

6. Total Payment Type: \$ 185.00

RECEIVED

DEC 12 2008

7. Other Special Instructions: _____

8. SELECT ONE RETURN DELIVERY OPTION : ☒ Mail ☐ Pick Up ☐ Fax # _____

9. The following individual should be called to pick up completed documents:

Name/Service Co/Preparer: _____ Phone: _____

Preparer License # _____
(If applicable)

10. Please respond promptly to phone messages. Documents will be mailed if they are not picked up in a timely manner - approximately two weeks. In that event, the documents should be mailed to the following address:

Firm Name: Transcontinental Corporation Attn: Peggy Paas

Address: 1600 Lake Las Vegas Parkway

City, State, Zip: Henderson

Pick-up by: _____

Date: _____

(FOR ACC USE ONLY. Do not fill in this box)

