A CAPITAL MANAGEMENT, LLC

Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

November 7, 2001

To Whom It May Concern:

Please find enclosed an application for registration as a foreign limited liability company to transaction business in Florida.

I have also included the certificate of designation of the registered agent.

A check in the amount of \$125.00 is enclosed for the filing fees, along with a certificate of good standing from the New York State Department of State.

Should you have any questions or require further information, please to contact me directly. Thank you for your prompt attention to this matter.

Regards,

Raymond L. Eaton Managing Director 700004672577---9 -11/08/01--01054--003 *****125.00 ****125.00

FILED

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SECRETARY OF STATE
ALLAHASSEE FLORIDA

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107 Newbridge Road Hicksville, NY 11801 Tel: 516.433.6493 Fax: 516.433.1808 www.primoris1.com

"Discipline is more important than conviction"

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT 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. PRIMORIS CAPITAL MANAGEMENT, LLC (Name of foreign limited liability company)
2. VEW YOULE 3. 11-355583 (Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. 6-19-2000 5. PERPETUAL (Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. UPON ACCEPTANCE (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)
7107 NEWBRIDGE ROAD
HICKSVILLE NY 1/50/ (Street address of principal office)
8. If limited liability company is a manager-managed company, check here
9. The name and usual business addresses of the managing members or managers are as follows: RAYMOND L. EATON - 107 NEWBRIDGE AS. HICKSTORE NY
JOHN A. CATALAMO - 2655 NONTH DEEDN DRIVES-SUTE 3204
10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction 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 eath of the translator must be submitted.)
11. Nature of business or purposes to be conducted or promoted in Florida:
REGISTERED INVESTMENT ADVISOR
Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)
Typed or printed name of signee

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:		
PRIMORIS CAPITAL MANAGEMENT, LLC		
2. The name and the Florida street address of the registered agent and office are:		
JOHN A. CATALFAMO (Name)		
107 LINDA LANE - UNIT B Florida street address (P.O. Box NOT ACCEPTABLE)		
PALM BEACH SHORES, FL 33404 (City/State/Zip)	O1 SECI	i •
Having been named as registered agent and to accept service of process for the above staliability company at the place designated in this certificate, I hereby accept the appointme registered agent and agree to act in this capacity. I further agree to comply with the prostatutes relating to the proper and complete performance of my duties, and I am familiar accept the obligations of my position as registered agent as provided for in Chapter 608,	vent as visions of a with and	; ; ; , , ,
Signature) (Signature)		

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

State of New York Department of State

I hereby certify, that PRIMORIS CAPITAL MANAGEMENT, LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 06/19/2000, and that the Limited Liability Company is subsisting so far as shown by the records of the Department.



Witness my hand and the official seal of the Department of State at the City of Albany, this 30th day of October two thousand and one.

Special Deputy Secretary of State

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SECRETARY OF STATE