

M04000001505

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

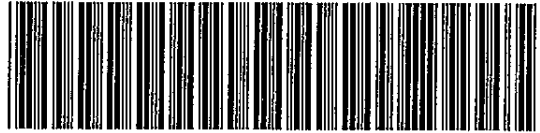
(Business Entity Name)

(Document Number)

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03/08/04--01075--021 **125.00

04/19/04--01004--015 **550.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APR 19 PM 4:35

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AR \$50.00
PF 500.00
FF 125.00



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

March 17, 2004

SIMS MOSS KLINE & DAVIS LLP
THREE RAVINIA DRIVE, SUITE 1700
ATLANTA, GA 30346

SUBJECT: AJD CAPITAL, LLC
Ref. Number: W04000010734

We have received your document for AJD CAPITAL, LLC and your check(s) totaling \$125.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1050.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 204A00017757

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04/19 PM 4:23

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ATTORNEYS AT LAW
SIMS MOSS KLINE & DAVIS LLP
A Limited Liability Partnership

J. ERIC VAN ATTA
Paralegal Specialist, Corporate & Securities
(770) 481-7232
Email: jvanatta@smkdllaw.com

SUITE 1700
Three Ravinia Drive
ATLANTA, GEORGIA 30346

(770) 481-7200
FAX: (770) 481-7210

Suite 2211
67 Wall Street
New York, New York 10005
(212) 709-8255
FAX: (212) 422-0537

129 Third Street
Mincola, New York 11501
(516) 739-9009
FAX: (516) 739-9011

March 26, 2004

VIA FACSIMILE (850) 410-1015
Division of Corporations
Attn: Tammi Cline
409 East Gaines Street
Tallahassee, FL 32399

RE: **AJD Capital, LLC**
Ref Number: W04000010734

Dear Tammi:

Per our conversation, we respectfully request that the \$1,000 civil penalty imposed on AJD Capital, LLC by the State of Florida for transacting business in the state prior to qualification be waived. The failure to timely apply for qualification as a foreign limited liability company was an unintentional oversight and the delay in the application was not extended.

I thank you in advance for your consideration in this matter. Should you have any questions and/or need additional information, please contact me at your earliest convenience.

Sincerely yours,



J. Eric Van Atta

JEV

Gilbert H. Davis, Esq.

STATE OF FLORIDA
DIVISION OF CORPORATIONS
APR 19 PM 4:35

FILED



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

April 5, 2004

J. ERIC VAN ATTA, ESQUIRE
SIMS MOSS KLINE & DAVIS LLP
THREE RAVINIA DR., SUITE 1700
ATLANTA, GA 30346

SUBJECT: AJD CAPITAL, LLC
Ref. Number: W04000010734

We have received your document for AJD CAPITAL, LLC and your check(s) totaling \$125.00. However, the document has not been filed and is being retained in this office for the following:

Based on the information you have provided and in accordance with s.607.1502(4), 608.502(4) or 617.1502(4), F.S., this office will reduce the civil penalty of \$1,000 per year to \$500 per year for each year this entity transacted business or conducted its affairs in Florida prior to qualification. Therefore, the total amount due to cover both annual report/uniform business report and penalty fees is \$550.00.

The total amount due is \$675.00.

There is a balance due of \$550.00.

If you have any questions concerning the filing of your document, please call (850) 245-6911.

Brenda Tadlock
Senior Section Administrator

Letter Number: 104A00022109

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 APR 19 PM 4:35

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ATTORNEYS AT LAW
SIMS MOSS KLINE & DAVIS LLP
A Limited Liability Partnership

J. ERIC VAN ATTA
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(770) 481-7232
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(212) 709-8255
FAX: (212) 422-0537

129 Third Street
Mincola, New York 11501
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FAX: (516) 739-9011

March 14, 2004

Florida Department of State
Division of Corporations
Attn: Brenda Tadock
Registration Section - Senior Section Administrator
409 East Gaines Street
Tallahassee, FL 32399

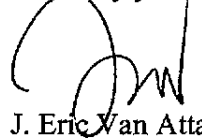
RE: AJD Capital, LLC
Ref. Number: W04000010734

Dear Brenda:

Please find enclosed a check in the amount of \$550.00 representing the balance due for both the annual report / uniform business report and penalty fees.

Thank you for your help and assistance in this matter. Please send the filing acknowledgments to my attention. Should you have any questions and/or need additional information, please contact me at your earliest convenience.

Sincerely yours,



J. Eric Van Atta

VEV

cc: Gilbert H. Davis

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DIVISION OF CORPORATIONS
FLORIDA

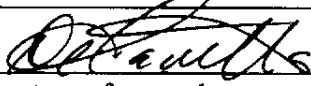
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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

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. AJD Capital, LLC
(Name of foreign limited liability company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 55-0840064
(FEI number, if applicable)
4. July 15, 2003
(Date of Organization)
5. December 31, 2099
(Duration: Year limited liability company will cease to exist or "perpetual")
6. October 1, 2003
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 33920 US Highway 19 North, Suite 150
Palm Harbor, Florida 34684
(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:
Dean G. Tanella, 33920 US Highway 19 North, Suite 150, Palm Harbor, Florida 34684
James K. Dilworth, 33920 US Highway 19 North, Suite 150, Palm Harbor, Florida 34684
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 oath of the translator must be submitted.)
11. Nature of business or purposes to be conducted or promoted in Florida: To engage in an investment management business & other business activities & lawful acts and activities.



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.)
Dean G. Tanella

Typed or printed name of signee

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SEC. OF STATE
TALLAHASSEE, FLORIDA

Delaware

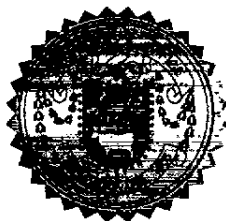
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AJD CAPITAL, 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 TWENTY-THIRD DAY OF FEBRUARY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AJD CAPITAL, LLC" WAS FORMED ON THE FIFTEENTH DAY OF JULY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



3681743 8300

040124636

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2944272

DATE: 02-23-04

**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:

AJD Capital, LLC

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

Dean G. Tanella

(Name)

33920 US Highway 19 North, Suite 150

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

Palm Harbor

FL 34684

(City/State/Zip)

04 APR 19 PM 4:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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 as provided for in Chapter 608, F.S.



(Signature)

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