

MD80000000672

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

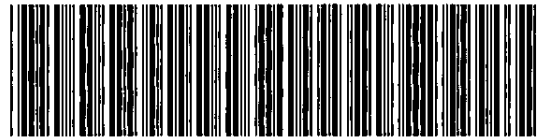
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Sent reg. a/s
not evidencing amendment

Office Use Only



500140076815

01/09/09--01029--026 **110.00

L. SELLERS

JAN 27 2009

EXAMINER

SECRETARY OF STATE
TALLAHASSEE FLORIDA

09 JAN 26 AM 8:36

FILED

LAW OFFICES
Reichstein and Lapat
an association of individual attorneys

3300 University Drive
Suite 311
Coral Springs, Florida 33065
(954) 345-6442
(954) 344-0288 (Fax)

221 North La Salle Street
Suite 1137
Chicago, Illinois 60601
(312) 425-2900
(312) 425-2901(Fax)

Please Reply to Florida Office

Michael Lapat
admitted to Practice in:
Florida, Illinois & New York
mlapat@nyabar.com

October 22, 2008

Florida Secretary of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

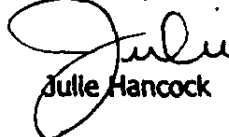
RE: UNDERWRITER RE CAPITAL FUND, LLC	
Foreign LLC Amendment - to GENESIS 7 CAPITAL FUND, LLC	
Including Certified Copy	\$ 55.00
UNDERWRITER RE CAPITAL MANAGEMENT, LLC	
Foreign LLC Amendment - to GENESIS 7 CAPITAL MANAGEMENT, LLC	
<u>Including Certified Copy of LLC</u>	<u>\$ 55.00</u>
	\$110.00

Dear Sir or Madam,

Please find enclosed herewith entity formation documents for the above-referenced entities. Accompanying these submissions is a **check in the sum of \$110.00** representing the filing fees for these formations.

Please file the foregoing as appropriate and return to this office file-stamped/certified copies of same as receipt thereof.

Regards,


Julie Hancock

jh
enclosure

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: UNDERWRITER RE CAPITAL FUND, LLC
(Name of Foreign Limited Liability Company)

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

MICHAEL LAPAT

(Name of Person)

LAW OFFICES OF MICHAEL LAPAT

(Firm/Company)

3300 UNIVERSITY DRIVE, SUITE 311

(Address)

CORAL SPRINGS FL 33065

(City/State and Zip Code)

For further information concerning this matter, please call:

JULIE HANCOCK

(Name of Person)

at (954) 345-6442

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

\$25 Filing Fee

\$30 Filing Fee &
Certificate of Status

\$55 Filing Fee &
Certified Copy

\$60 Filing Fee,
Certificate of Status &
Certified Copy



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 12, 2009

MICHAEL LAPAT
3300 UNIVERSITY DRIVE
SUITE 311
CORAL SPRINGS, FL 33065

SUBJECT: UNDERWRITER RE CAPITAL FUND, LLC
Ref. Number: M08000000672

We have received your document for UNDERWRITER RE CAPITAL FUND, LLC and your check(s) totaling \$110.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date not more than 90 days prior to delivery of the application to the Department of State by the Secretary of State or other official having custody of the records in the jurisdiction under the laws of which it is incorporated, formed, or organized. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

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) 245-6967.

Leslie Sellers
Regulatory Specialist II

Letter Number: 609A00001027

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE
AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: UNDERWRITER RE CAPITAL FUND, LLC
2. Jurisdiction of its organization: DELAWARE
3. Date authorized to do business in Florida: 02-08-2008

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? 09-08-2008
5. New name of the limited liability company: _____
(must end with "Limited Liability Company," "L.L.C.," or "LLC.")

GENESIS 7 CAPITAL FUND, LLC

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must end with "Limited Liability Company," "L.L.C." or "LLC.")

6. If the amendment changes the period of duration, indicate new period of duration:

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: _____

9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

M. Curt Geisler
Signature of a member or the authorized representative of a member

M. CURT GEISLER

Typed or printed name of signee

Filing Fee: \$25.00

09 JAN 26 AM 8:36
SECRETARY OF STATE
TALLAHASSEE FLORIDA

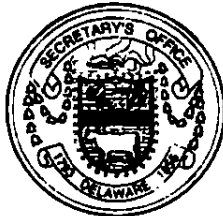
FILED

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GENESIS 7 CAPITAL FUND, 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 NINETEENTH DAY OF JANUARY, A.D. 2009.



4461300 8300

090047782

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7087557

DATE: 01-19-09

AUG-18-2008(MON) 08:49 THE UNDERWRITERS GROUP

(FRX)904 732 5905 State of Delaware
2005/005
Secretary of State
Division of Corporations
Delivered 09:52 AM 09/08/2008
FILED 09:52 AM 09/08/2008
SRV 080931985 - 4461300 FILE

**STATE OF DELAWARE
CERTIFICATE OF AMENDMENT**

1. Name of Limited Liability Company: UNDERWRITER RE CAPITAL FUND, LLC

2. The Certificate of Formation of the limited liability company is hereby amended as follows:

NAME CHANGE:
FROM - UNDERWRITER RE CAPITAL FUND, LLC
TO - GENESIS 7 CAPITAL FUND, LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 14TH day of AUGUST, A.D. 2008.

By: M. Curt Geisler
Authorized Person(s)

Name: M. CURT GEISLER, MANAGER
Print or Type

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "UNDERWRITER RE CAPITAL FUND, LLC", CHANGING ITS NAME FROM "UNDERWRITER RE CAPITAL FUND, LLC" TO "GENESIS 7 CAPITAL FUND, LLC", FILED IN THIS OFFICE ON THE EIGHTH DAY OF SEPTEMBER, A.D. 2008, AT 9:52 O'CLOCK A.M.

4461300 8100

080931985

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6891534

DATE: 10-03-08