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(Address)

(Address)

(City/State/Zip/Phone #)

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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: IDB Capital Corp.

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Daniel Silva

(Name of Person)

IDB Capital Corp.

(Firm/Company)

511 Fifth Avenue

(Address)

New York, NY 10017

(City/State and Zip code)

For further information concerning this matter, please call:

Daniel Silva

(Name of Person)

at (212) 551-8905

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

☒ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. IDB Capital Corp.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. New York 3. 13-4134872
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. September 11, 2000 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 511 Fifth Avenue, New York, NY 10017
(Principal office address)

same as above
(Current mailing address)

8. Introducing Broker
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)


Name: Ramon Juncosa

Office Address: 1000 Brickell Avenue
Miami, Florida 33131
(City) (Zip code)

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TALLAHASSEE, FLORIDA

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Haim Bar-Ziv

Address: 511 Fifth Avenue
New York, NY 10017

Vice Chairman: _____

Address: _____

Director: David Cohen

Address: 511 Fifth Avenue
New York, NY 10017

Director: Theodore Itzkowitz

Address: 511 Fifth Avenue
New York, NY 10017

B. OFFICERS

President: David Cohen

Address: 511 Fifth Avenue
New York, NY 10017

Vice President: Stephen Reilly

Address: 511 Fifth Avenue
New York, NY 10017

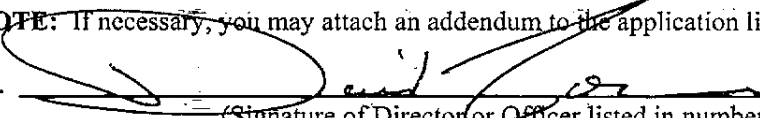
Secretary: Theodore Itzkowitz

Address: 511 Fifth Avenue, New York, NY 10017

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. David Cohen, President & CEO
(Typed or printed name and capacity of person signing application)

ADDITIONAL DIRECTORS

Leonard Greer
511 Fifth Avenue
New York, NY 10017

Julio Berger
511 Fifth Avenue
New York, NY 10017

Edmond Eskenazi
511 Fifth Avenue
New York, NY 10017

Michael Volpe
511 Fifth Avenue
New York, NY 10017

ADDITIONAL OFFICERS

Daniel Silva
Chief Compliance Officer
511 Fifth Avenue
New York, NY 10017

Jennifer Zinna
Sr. Attorney
511 Fifth Avenue
New York, NY 10017

Michael Volpe
Chief Financial Officer
511 Fifth Avenue
New York, NY 10017

State of New York } ss:
Department of State

I hereby certify, that the Certificate of Incorporation of IDB CAPITAL CORP. was filed on 09/11/2000, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation. I further certify the following:

A Certificate of Amendment was filed on 10/28/2004.

The Biennial Statement is past due.

I further certify, that no other documents have been filed by such Corporation.



Witness my hand and the official seal
of the Department of State at the City
of Albany, this 03rd day of February
two thousand and five.

Secretary of State