

F01000005641

Florida Department of State
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
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FOREIGN PROFIT QUALIFICATION

FIRST DELAWARE FINANCIAL GROUP, INC.

Certificate of Status	0
Certified Copy	1
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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 29, 2001

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REF: W01000024894FILED
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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

HO1000110351
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. FIRST DELAWARE FINANCIAL GROUP, INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. DELAWARE 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. AUGUST 28, 2001 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 2711 Centerville Road, Suite 400, Wilmington, DE 19808
(Principal office address)
11111 Biscayne Boulevard, Suite 1414, Miami, FL 33181
(Current mailing address)
8. Non advertising business services
(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 or Mail Drop Box NOT acceptable)
Name: Kenneth S. Pollock
Office Address: 2600 N. Military Trail, Suite 270
Boca Raton, , Florida 33431
(City) (Zip code)

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.

Kenneth S. Pollock
(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.

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

A. DIRECTORS

Chairman: Patrick Edmondson

Address: 11111 Biscayne Boulevard, Suite 1414

Miami, FL 33181

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President: Patrick Edmondson

Address: 11111 Biscayne Boulevard, Suite 1414

Miami, FL 33181

Vice President:

Address:

Secretary: Patrick Edmondson

Address: 11111 Biscayne Boulevard, Suite 1414, Miami, FL 33181

Treasurer: Patrick Edmondson

Address: 11111 Biscayne Boulevard, Suite 1414, Miami, FL 33181

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Patrick Edmondson, Chairman of the Board
(Typed or printed name and capacity of person signing application)

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State of Delaware

Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FIRST DELAWARE FINANCIAL GROUP, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-EIGHTH DAY OF SEPTEMBER, A.D. 2001.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 OCT 29



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1367035

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DATE: 09-28-01