

F06 0000000229

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

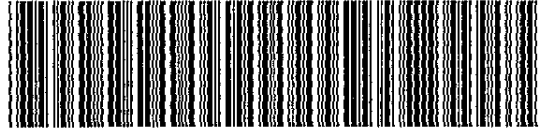
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2006 JAN 10 10:00

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Morgan Joseph & Co. Inc.  
(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:

Steven D. Blecher, Chief Compliance Officer  
(Name of Person)

Morgan Joseph & Co. Inc.  
(Firm/Company)

600 Fifth Avenue, 19th Floor  
(Address)

New York, NY 10020-2302  
(City/State and Zip code)

For further information concerning this matter, please call:

Steven D. Blecher at ( 212 ) 218-3733  
(Name of Person) (Area Code & Daytime Telephone Number)

**STREET/COURIER ADDRESS:**

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

**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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 4, 2006

STEVEN D BLECHER  
600 FIFTH AVE 19TH FLOOR  
NEW YORK, NY 10020-2302

SUBJECT: MORGAN JOSEPH & CO. INC.  
Ref. Number: W06000000319

We have received your document for MORGAN JOSEPH & CO. INC.. However, the document has not been filed and is being returned for the following:

The certificate of existence must be issued within the last 90 days by the Secretary of State which has custody of the records in the jurisdiction under the laws of which the above listed entity is incorporated/organized.

If you have any further questions concerning your document, please call (850) 245-6928.

Tim Burch  
Document Specialist  
New Filing Section

Letter Number: 106A00000357

**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. Morgan Joseph & Co. Inc.

(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 State~~ Delaware

(State or country under the law of which it is incorporated)

3. Not applicable

(FEF number, if applicable)

4. 01/17/1980

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Not applicable

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 600 Fifth Avenue, 19th Floor, New York, NY 10020-2302

(Principal office address)

600 Fifth Avenue, 19th Floor, New York, NY 10020-2302

(Current mailing address)

8. Financial 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 NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

, Florida 32301

(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.*



(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:

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TALLAHASSEE, FLORIDA

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**A. DIRECTORS**

Chairman: John A. Morgan

Address: 767 Fifth Avenue, Suite 802, New York, NY 10153-0023

Vice Chairman: Steven D. Blecher

Address: 600 Fifth Avenue, 19th Floor, New York, NY 10020-2302

Director: Vice Chairman: Roger T. Briggs Jr.

Address: 150 4th Avenue North, Suite 1050, Nashville, TN 37219-2419

Director: John F. Sorte

Address: 600 Fifth Avenue, 19th Floor, New York, NY 10020-2302

**B. OFFICERS**

President: John F. Sorte

Address: 600 Fifth Avenue, 19th Floor, New York, NY 10020-2302

Vice President: Not applicable

Address: \_\_\_\_\_

Secretary: Steven D. Blecher

Address: 600 Fifth Avenue, 19th Floor, New York, NY 10020-2302

Treasurer: Mary Lou Malanoski

Address: 600 Fifth Avenue, 19th Floor, New York, NY 10020-2302

**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. Mary Lou Malanoski

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

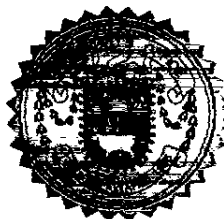
# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MORGAN JOSEPH & CO. 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-SEVENTH DAY OF DECEMBER, A.D. 2005.

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06 JAN 12 AM 6:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 4405283

DATE: 12-27-05