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Florida Department of State  
Division of Corporations  
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## FOREIGN PROFIT/NONPROFIT CORPORATION

SIG Financing, Inc.

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**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. SIG FINANCING, 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. DELAWARE

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

3. 20-0061694

(FEI number, if applicable)

4. 6/24/2003

(Date of incorporation)

5. PERPETUAL

(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. One Commerce Center, 1201 N. Orange Street, S-715, Wilmington, DE 19801

(Principal office address)

Same as above

(Current mailing address)

8. To act as a holding company.

(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: \_\_\_\_\_

C T Corporation System

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

1200 South Pine Island Road

Plantation

(City)

Florida

33324

(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.*

By: \_\_\_\_\_

(Registered agent's signature)

VickiAnn Owens  
Special Assistant Secretary

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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**A. DIRECTORS**

Chairman: \_\_\_\_\_

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

Vice Chairman: Joel Greenberg

Address: 401 City Avenue, S-220

Bala Cynwyd, PA 19004

Director: Jeffrey Yass

Address: 401 City Avenue, S-220

Bala Cynwyd, PA 19004

Director: Arthur Dantchik

Address: 401 City Avenue, S-220

Bala Cynwyd, PA 19004

**B. OFFICERS**

President: Jeffrey Yass

Address: 401 City Avenue, S-220

Bala Cynwyd, PA 19004

Vice President: Joel Greenberg

Address: 401 City Avenue, S-220

Bala Cynwyd, PA 19004

Secretary: Joel Greenberg

Address: 401 City Avenue, S-220, Bala Cynwyd, PA 19004

Treasurer: Brian Sullivan

Address: 401 City Avenue, S-220, Bala Cynwyd, PA 19004

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

13. By: \_\_\_\_\_

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

14. Joel Greenberg, Vice President and Secretary

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

*Joel Greenberg*

# Delaware

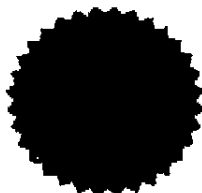
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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SIG FINANCING, 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 FIRST DAY OF MARCH, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 4560168

DATE: 03-01-06