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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

(Business Entity Name)

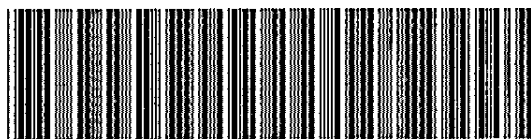
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10/27/06 10:10 AM

B. McKnight AUG 31 2006



August 28, 2006

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

RE: Qualification for Carlin Financial Group Inc.

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To Whom It May Concern:

Enclosed, please find the qualification documents for the foregoing entity. Also enclosed is a check in the amount of \$70.00 and a Certificate of Good Standing from the State of Delaware. Should you have any questions, please feel free to contact me directly at (212) 905-5745.

Very truly yours,

A handwritten signature in black ink, appearing to be "K. Crowe", is written over a horizontal line.

Karen A. Crowe  
Vice President  
Compliance Department

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Carlin Financial Group 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:

Karen Crowe

(Name of Person)

Carlin Financial Group Inc.

(Firm/Company)

666 Third Avenue, 8th Floor

(Address)

New York, NY 10017

(City/State and Zip code)

For further information concerning this matter, please call:

Karen Crowe

(Name of Person)

at ( 212 ) 905-5745

(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

**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. Carlin Financial Group 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 3. 13-4042854  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. January 3, 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. 666 Third Avenue 8th Floor, New York, NY 10017  
(Principal office address)

666 Third Avenue 8th Floor, New York, NY 10017  
(Current mailing address)

8. Advertising  
(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, Florida 32301  
(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.*

Corporation Service Company  
By: [Signature]  
(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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**A. DIRECTORS**

Chairman: Ronald H. Shear

Address: 666 Third Avenue 8th Floor  
New York, NY 10017

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

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

Director: Lynda Kornfeld

Address: 666 Third Avenue, 8th Floor  
New York, NY 10017

Director: Upendra Shah

Address: 666 Third Avenue 8th Floor  
New York, NY 10017

**B. OFFICERS**

President: Jeremy Frommer

Address: 666 Third Avenue  
New York, NY 10017

Vice President: \_\_\_\_\_

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

Secretary: Salvatore A Risi

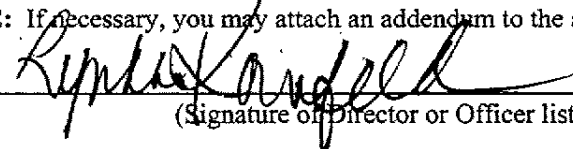
Address: 666 Third Avenue, 8th Floor, New York, NY 10017

Treasurer: Salvatore A Risi

Address: 666 Third Avenue, 8th Floor New York, NY 10017

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NEW YORK  
COUNTY  
CLERK

**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. Lynda Kornfeld, Director  
(Typed or printed name and capacity of person signing application)

# Delaware

PAGE 1

## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CARLIN 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 ELEVENTH DAY OF AUGUST, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CARLIN FINANCIAL GROUP INC." WAS INCORPORATED ON THE THIRD DAY OF JANUARY, A.D. 2000.

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

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

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DELAWARE  
SECRETARY OF STATE



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060754951

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4969187

DATE: 08-11-06