

F07000002650

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

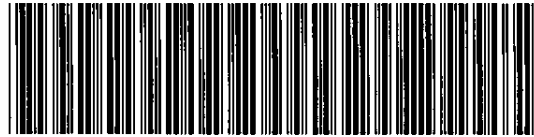
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

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05/18/07--01007--004 \*\*78.75

RECEIVED

07 MAY 18 AM 9:47

DEPT. OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED

07 MAY 18 AM 11:11

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*[Handwritten signature]*  
5/21

CORPDIRECT AGENTS, INC. (formerly CCRS)  
515 EAST PARK AVENUE  
TALLAHASSEE, FL 32301  
222-1173

**FILING COVER SHEET**  
**ACCT. #FCA-14**

**CONTACT:**      TRICIA TADLOCK

**DATE:**            05-18-07

**REF. #:**           0173.68680

**CORP. NAME:**   MADISON AVENUE ADVISORS, INC.

- |   |   |  |
|---|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION        | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT                    | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME         |
| <input checked="" type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT                    | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL              |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION      |   |  |
| <input type="checkbox"/> OTHER:                           |   |  |

**STATE FEES PREPAID WITH CHECK# 001733 FOR \$ 78.75.**

**AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:**

\_\_\_\_\_ **COST LIMIT: \$** \_\_\_\_\_

**PLEASE RETURN:**

- |   |   |  |
|---|---|--|
| <input type="checkbox"/> CERTIFIED COPY                   | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input checked="" type="checkbox"/> PLAIN STAMPED COPY |
| <input checked="" type="checkbox"/> CERTIFICATE OF STATUS |   |  |

Examiner's Initials

**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. Madison Avenue Advisors, 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. 20-3526382  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 8/17/2005 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. 10731 Trenea St. Suite 201, San Diego, CA 92131  
(Principal office address)  
10731 Trenea Street, Suite 201, San Diego, CA 92131  
(Current mailing address)

8. Registered Investment Adviser  
(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: NRAI Services, Inc.  
Office Address: 2731 Executive Park Dr., Ste 4  
Weston, Florida 33331  
(City) (Zip code)

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07 MAY 18 AM 11:11  
SECRETARY OF STATE  
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.*

NRAI Services, Inc.

**JoAn T. Petty, Assistant Secretary**



(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: None

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

Vice Chairman: None

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

Director: Ismael Manzanares, Jr.

Address: 10731 Treena St. Suite 201

San Diego, CA 92131

Director: Michael Midlam

Address: 9715 Businesspark Ave., San Diego, CA 92131

**B. OFFICERS**

President: Ismael Manzanares, Jr.

Address: 10731 Treena St. Suite 201

San Diego, CA 92131

Vice President: Jane Sinclair

Address: 10731 Treena St., Suite 201

San Diego, CA 9213

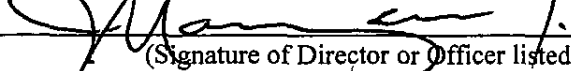
Secretary: Jane Sinclair

Address: 10731 Treena St. Suite 201, San Diego, CA 92131

Treasurer: Constance Knapp

Address: 10731 Treena St. Suite 201, San Diego, CA 92131

**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. Ismael Manzanares, Jr, President & CEO  
(Typed or printed name and capacity of person signing application)

Madison Avenue Advisors, Inc.  
Officers and Directors

**Officers:**

Ismael Manzanares, Jr., President  
and CEO  
10731 Treena Street  
Suite 201  
San Diego, CA 92131

Jane Sinclair, Vice President,  
Corporate Secretary  
10731 Treena Street  
Suite 201  
San Diego, CA 92131

Constance Knapp, Treasurer  
10731 Treena Street  
Suite 201  
San Diego, CA 92131

**Directors:**

Ismael Manzanares, Jr.  
10731 Treena Street  
Suite 201  
San Diego, CA 92131

Jay Akerstein  
Asset Marketing Systems, LLC  
9715 Businesspark Ave.  
San Diego, CA 92131

Stephanie Akerstrom  
Asset Marketing Systems, LLC  
9715 Businesspark Ave.  
San Diego, CA 92131

Michael Midlam  
Asset Marketing Systems, LLC  
9715 Businesspark Ave.  
San Diego, CA 92131

Leslie L. Durland  
2519 Old Darby Road  
Darby, MT 59829

Colin Fort  
1053 Passiflora Ave.  
Leucadia, CA 92024

# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MADISON AVENUE ADVISORS, 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 FOURTEENTH DAY OF MAY, A.D. 2007.



4017236 8300

070555900

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5671723

DATE: 05-14-07