

FROM
Division of Corporations

(THU) 2/14/08 11:01:01 ST. 11:01:01 NO. 003333326 P. 1

Florida Department of State
Division of Corporations
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TALLAHASSEE, FLORIDA

FOREIGN PROFIT/NONPROFIT CORPORATION

Pointe Capital, Inc.

Certificate of Status	0
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FROM

(THU) 2.14'08 11:02/ST.11:01/NO.4863333126 P 2

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



February 12, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

FOLEY & LARDNER

SUBJECT: POINTE CAPITAL, INC.
REF: W08000007449

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with an affidavit or letter stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is M04000005165.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6047.

Carolyn Lewis
Regulatory Specialist II

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FROM

(THU) 2.14.08 11:02/ST. 11:01/NO. 486333126 P 3

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

POINTE CAPITAL, LLC
4800 T-Rex Avenue
Boca Raton, Florida 33431

CONSENT TO USE OF NAME

TO: State of Florida
Secretary of State

Re: Pointe Capital, Inc.

Dear Sir/Madam:

Please be advised that the undersigned, Pointe Capital, LLC, a Delaware limited liability company authorized to transact business in the State of Florida on November 19, 2004 and assigned Document Number M04000005165, was revoked as of September 14, 2007 by the Secretary of State of the State of Florida for failure to file its Annual Report. Please be further advised that the undersigned, Pointe Capital, LLC, has no intention of reinstating, and hereby releases its name and consents to the use of the name "Pointe Capital, Inc." for all purposes in the State of Florida, effective as of the date hereof, by Pointe Capital, Inc., a Delaware corporation, in connection with the Application of Pointe Capital, Inc. for Authorization to Transact Business in the State of Florida.

Dated: February 12, 2008.

POINTE CAPITAL, LLC

By: 

Name: Daniel R. Levene
Title: Managing Member

FROM

(THU) 2.14.08 11:03/ST. 11:01/NO. 4863333126 P 4
(((H08000036387 3)))

**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. POINTE CAPITAL, 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.

(FEI number, if applicable)

4. March 27, 2006

(Date of incorporation)

5. Perpetual

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

6. Upon Approval of this Application

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 4800 T-Rex Avenue, Suite 100, Boca Raton, FL 33431

(Principal office address)

4800 T-Rex Avenue, Suite 100, Boca Raton, FL 33431

(Current mailing address)

8. All lawful corporate purposes permitted by Florida statutes

(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: **F&L CORP.**

Office Address: **One Independent Dr. #1300**

Jacksonville

(City)

, Florida **32202**

(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.*

F&L CORP.

By: 

(Registered agent's signature)

Martin A. Traber, Vice

President

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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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: **Paul R. Richardson**

Address: **4800 T-Rex Avenue, Suite 100, Boca Raton, FL 33431**

Director: **Daniel R. Levene**

Address: **4800 T-Rex Avenue, Suite 100, Boca Raton, FL 33431**

B. OFFICERS

CEO **Paul R. Richardson**

Address: **4800 T-Rex Avenue, Suite 100, Boca Raton, FL 33431**

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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. **Paul R. Richardson , CEO**

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

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "POINTE CAPITAL, 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 FEBRUARY, A.D. 2008.

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.

FILED

2008 FEB 14 A 11:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6374249

DATE: 02-11-08

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