

F080000004708

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

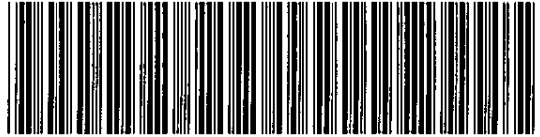
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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10/31/08--01022--012 **87.50

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2008 OCT 31 P 3:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OCT 31 2008
D. A. WHITE



October 30, 2008

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

RE: Branch Office at: 4201 Collins Avenue, Suite 402, Miami Beach, FL 33140

File No.48251

To Whom It May Concern:

CapStone Investments has attached paperwork for filing as a foreign (for profit) corporation within the State of Florida. Attached is the paperwork we believe will initiate this process. CapStone Investments has received the certificate of good standing from the Secretary of State in California, a check for the filing fees, and filled out the application for this processing.

If there are any other items we can provide with this registration as a corporation at this address please notify us. Mr. Barry Sine (FINRA CRD # 2155603) is a Director of Research with CapStone Investments and will be using his residence to review equity research reports at this location. Per regulations CapStone Investments is listing Mr. Sine's residence as an office since he will be acting in a supervisory capacity.

Please do not hesitate to contact me at 858-875-4526 if you have any questions or if we can be of any further assistance to register this office in Florida.

Sincerely,

A handwritten signature in black ink, appearing to read "Travis Makings", written over a horizontal line.

Travis Makings
Chief Compliance Officer
CapStone Investments

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: CapStone Investments, Incorporated
(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:

Travis Makings
(Name of Person)

CapStone Investments
(Firm/Company)

12760 High Bluff Drive, Suite 120
(Address)

San Diego, CA 92130
(City/State and Zip code)

For further information concerning this matter, please call:

Travis Makings at (858) 875-4526
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

New Filing 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

002012

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. CapStone Investments, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

CapStone Investments of California, Incorporated

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. California

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

3. 33-0712338

(FEI number, if applicable)

4. 09/29/1995

(Date of incorporation)

5. perpetual

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

6. No transactional business done at this office location.

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

7. 12760 High Bluff Drive, Suite 120, San Diego, CA 92130

(Principal office address)

12760 High Bluff Drive, Suite 120, San Diego, CA 92130

(Current mailing address)

8. CapStone Investments Branch Office, any and all lawful business

(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: Barry Sine

Office Address: 4201 Collins Ave., Suite 402

Miami Beach

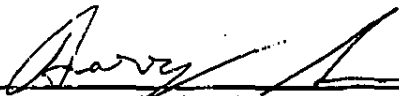
(City)

, Florida 33140

(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.

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SECRETARY OF STATE
FLORIDA

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

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A. DIRECTORS

Chairman: Anthony Capozza, CEO

Address: 12760 High Bluff Drive, Suite 120, San Diego, CA 92130

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Vice Chairman: _____

Address: _____

Director: Lawrence Diamond, Partner

Address: 12760 High Bluff Drive, Suite 120, San Diego, CA 92130

Director: Scott Dahle, Partner

Address: 12760 High Bluff Drive, Suite 120, San Diego, CA 92130

B. OFFICERS

President: Steven Capozza

Address: 12760 High Bluff Drive, Suite 120, San Diego, CA 92130

Vice President: _____

Address: _____

Secretary: Ann Capozza, Secretary and Treasurer

Address: 12760 High Bluff Drive, Suite 120, San Diego, CA 92130

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. Anthony Capozza, CEO

of CapStone Investments

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

State of California
Secretary of State

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CERTIFICATE OF STATUS

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SECRETARY OF STATE
SACRAMENTO, CALIFORNIA

ENTITY NAME:

CAPSTONE INVESTMENTS

FILE NUMBER: C1924360
FORMATION DATE: 09/29/1995
TYPE: DOMESTIC CORPORATION
JURISDICTION: CALIFORNIA
STATUS: ACTIVE (GOOD STANDING)

I, DEBRA BOWEN, Secretary of State of the State of California,
hereby certify:

The records of this office indicate the entity is authorized to exercise
all of its powers, rights and privileges in the State of California.

No information is available from this office regarding the financial
condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate
and affix the Great Seal of the State of
California this day of October 14, 2008.

Debra Bowen

DEBRA BOWEN
Secretary of State