

Florida Department of State

Division of Corporations Electronic Filing Cover Sheet

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To:

Division of Corporations

Fax Number : (850) 617-6381.

From:

Account Name : CORPORATION SERVICE COMPANY

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FOREIGN PROFIT/NONPROFIT CORPORATION VISION2020 WEALTH MANAGEMENT CORP.

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Electronic Filing Menu

Corporate Filing Menu

Help

Fax Server

7/21/2010 11:06:25 AM PAGE 2/005

Fax ServerND

10 JUL 21 PM 3: 17

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO ATTACK

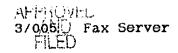
IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

alth Management Corp.	
orporation; must include "INCORPORATEL orp," "Inc," "Co," or "Corp.")	o," "company," "corporation,"
able in Florida, enter alternate cornorate nam	he adopted for the number of transacting business in Playida
·	· · · · · · · · · · · · · · · · · · ·
under the law of which it is incorporated)	(FEI number, if applicable)
of incorporation)	(Duration: Year corp. will cease to exist or "perpetual")
(SEE SECTIONS 607.1501 & 607.	in Florida, if prior to registration) 1502, F.S., to determine penalty liability)
(Principal office ad	idress)
services - Investment advisor) of corporation authorized in home state or out address of Florida registered agent: (P.	country to be carried out in state of Florida)
Corporation Service Company	
1201 Hays Street	
Tallahassee	, Florida 32301 (Zip code)
(City)	(Zip code)
application, I hereby accept the appoint omply with the provisions of all statutes with and accept the obligations of my proporation Service Company	vice of process for the above stated corporation at the place tment as registered agent and agree to act in this capacity, relative to the proper and complete performance of my dut position as registered agent.
(Registered agent's signature	
	orporation; must include "INCORPORATED orp," "Inc," "Co," or "Corp.") able in Florida, enter alternate corporate name and the law of which it is incorporated) (Date first transacted business (SEE SECTIONS 607.1501 & 60

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.

Fax Server

7/21/2010 11:06:25 AM PAGE



10 JUL 21 PM 3: 17

12. Names and business addresses of officers and/or directors: A. DIRECTORS	SECRETARY OF STATE TALLAHASSEE, FLORIDA
December 1 and 1 a	
Address:	
Vice Chairman:	
Address:	
	No.
Director:	
Address:	
Director:	
Address:	
B. OFFICERS	
President: See attached officers/directors rider.	
Address:	
Vice President:	
Address:	
Secretary:	
Address:	
Treasurer:	
Address:	
NOTE: If necessary, you may attach an addendum to the application is	isting additional officers and/or directors.
13. <u> </u>	•
(Signature of Director or Officer listed in numbe	r 12 of the application)
Nosh D. Sorkin, Secretary	
(Typed or printed name and capacity of person	i signing application)

Fax Server

7/21/2010 11:06:25 AM PAGE

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10 JUL 21 PH 3: 17

SECRETARY OF STATE TALLAHASSEE, FLORIDA

Vision2020 Wealth Management Corp.

Officers/Directors

R. Lawrence Roth - One World Financial Center, 15th Floor, New York, NY 10281 CEO, President & Director

Noah D. Sorkin - One World Financial Center, 15th Floor, New York, NY 10281 Sr. Vice President, Secretary, General Counsel & Director

Joseph D. Neary - One World Financial Center, 15th Floor, New York, NY 10281 Vice President, CCO & Director

Steven E. Rothstein - One World Financial Center, 15th Floor, New York, NY 10281 Sr. VP, CFO, Treasurer & Director

7/21/2010 11:06:25 AM PAGE 5/005

Fax Server

10 JUL 21 PM 3: 17



SECRETARY OF STATE TALLAHASSEE, FLORIDA

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VISION2020 WEALTH MANAGEMENT CORP."

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 NINETEENTH DAY OF JULY, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "VISION2020 WEALTH MANAGEMENT CORP." WAS INCORPORATED ON THE TWENTY-EIGHTH DAY OF JUNE, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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100753599

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

AUTHENTY CATION: 8120976

DATE: 07-19-10