

74000001296

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

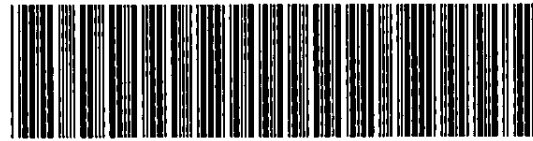
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300257899493

03/21/14--01024--008 **87.50

FILED
14 MAR 21 PM 3:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: TFS Derivatives Corporation

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," or "Certificate of Good Standing" 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:

Eric M. Earnhardt

Name of Person

TFS Derivatives Corporation

Firm/Company

255 Greenwich Street, 4th Floor

Address

New York, NY 10007

City/State and Zip code

john.gangi@tradition-na.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Michael Martuscello

Name of Person

at (212) 791-6690

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:

- | | | | |
|---|--|---|--|
| <input type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &
Certified Copy | <input checked="" type="checkbox"/> \$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. **TFS Derivatives Corporation**

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

Tradition Securities and Futures

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

2. **Delaware** 3. **13-3664479**

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

(FEI number, if applicable)

4. **03/23/1992**

(Date of incorporation)

5. **Perpetual**

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

6. **08/15/2013**

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. **32 Old Slip, 34th Floor, New York, NY 10005**

(Principal office address)

32 Old Slip, 34th Floor, New York, NY 10005

(Current mailing address)

8. **Financial Services**

(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: **Hernando Richard Correa**

Office Address: **1395 Brickell Avenue Suite 750**

Miami, Florida **33131**

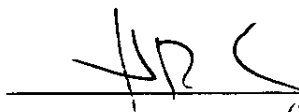
(City)

(Zip code)

FILED
14 MAR 21 PM 3:22
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.



(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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Michael Leibowitz

Address: 32 Old Slip, 34th Floor

New York, NY 10005

Director: Larry Rosenshein

Address: 32 Old Slip, 34th Floor

New York, NY 10005

B. OFFICERS

President: Jeffrey L. Mehan

Address: 32 Old Slip, 34th Floor

New York, NY 10005

Vice President: _____

Address: _____

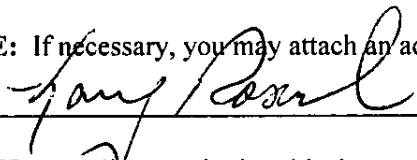
Secretary: Jeffrey L. Mehan

Address: 32 Old Slip, 34th Floor, New York, NY 10005

Treasurer: Jeffrey L. Mehan

Address: 32 Old Slip, 34th Floor, New York, NY 10005

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Larry Rosenshein, Director
(Typed or printed name and capacity of person signing application)

FILED
14 MAR 21 PM 3:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA

December 26, 2013

TFS Derivatives Corporation
(100% Owned by Tradition Financial Services Inc.)

Officers

President, Secretary, Treasurer: Jeffrey L. Mehan
Director Larry Rosenshein – CEO TFS Inc.; Co-COO Tradition
Americas
Director Michael Leibowitz - CEO Tradition EMEA – Director
CFT

CCO Eric Earnhardt
CO David Merola
CO Michael Martuscello

Securities Futures Principal Jeffrey L. Mehan

FINOP Judith Ricciardi
Financial Officer Rob Fiorio
Financial Officer Lucy Liu
Equities Operations Manager Michael Vollaro
IT Director Miro Safran

Equity Options Desk Manager Joshua Wietschner

Institutional Equities Manager Michael Grgich

Stamford, CT NFA Branch Manager: Keith Kelly
Houston, TX NFA Branch Manager: Scott Merrell
255 Greenwich Street NYC NFA Branch Manager: Ray Baccala
Miami NFA Branch Office Manager: Hernando Correa

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT "TFS DERIVATIVES CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

THE FOLLOWING DOCUMENTS HAVE BEEN FILED:

CERTIFICATE OF INCORPORATION, FILED THE TWENTY-THIRD DAY OF MARCH, A.D. 1992, AT 3 O'CLOCK P.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE TWENTY-FOURTH DAY OF MARCH, A.D. 2011, AT 9:57 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION, "TFS DERIVATIVES CORPORATION".

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.

FILED
MAR 21 PM 3:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA

2292003 8310

140298279



Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1187614

DATE: 03-07-14