

F160000000600

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

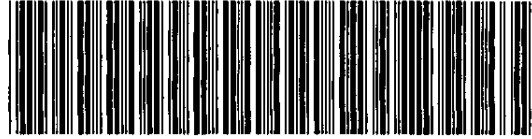
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FALLASSIST, FLORIDA

16 FEB -9 PM 4:32

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W16-6125



VIA FEDERAL EXPRESS

February 8, 2016

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301
Attention: Yasemin Y. Sulker, Regulatory Specialist II

Re: E D & F Man Services Inc.
Ref. Number: W16000006125

Dear Ms. Sulker:

In connection with the above-referenced matter, and as a follow-up to our conversation on February 5, 2016, Mr. Brent P. Posner, E D & F Man Services Inc.'s ("MSI") SVP and COO and the individual who signed MSI's Application by Foreign Corporation for Authorization to Transact Business in Florida, has crossed out and initialed your requested change in connection with number 8 in the enclosed.

Please do not hesitate to call me at (212) 618-2878 should you have any questions in connection with this matter.

Very truly yours,

Thomas A. Hayes Jr.
General Counsel

Enc.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 28, 2016

THOMAS A HAYES JR

140 EAST 45TH STREET 42ND FLOOR
NEW YORK, NY 10017

SUBJECT: ED & F MAN SERVICES INC.
Ref. Number: W16000006125

We have received your document for ED & F MAN SERVICES INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent designated must be an active Florida entity or a foreign entity authorized to transact business in Florida. Please correct the document.

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) 245-6051.

Yasemin Y Sulker
Regulatory Specialist II

Letter Number: 916A00001902

COVER LETTER

TO: Registration Section
Division of Corporations
E D & F Man Services Inc.

SUBJECT: _____
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:
Thomas A. Hayes Jr.

Name of Person
E D & F Man Services Inc.

Firm/Company
140 East 45th Street, 42nd Floor

Address
New York, New York 10017

City/State and Zip code
us-legal@edfmancapital.com

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

For further information concerning this matter, please call:

Thomas A. Hayes Jr. _____ 618-2878

Name of Person at (212) _____
Area Code Daytime Telephone Number

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

Registration 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

**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.*

E D & F Man Services Inc.

1. _____
(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)
Delaware 51-0566551

2. _____ 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
February 14, 2006 Perpetual

4. _____ 5. _____
(Date of incorporation) (Date of duration, if other than perpetual)
January 1, 2015

6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
140 East 45th Street, 42nd Floor, New York, New York 10017

7. _____
(Principal office address)
2255 Glades Road, Suite 324A, Boca Raton, Florida 33431

(Current mailing address, if different)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Chad K. Lang, ~~Liebler, Gonzalez & Portuondo~~

Name:

44 West Flagler St., Courthouse Tower, 25th Fl.

Office Address:


Miami

33130

_____, Florida _____
(City) (Zip code)

9. 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)

10. 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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16 FEB - 9 PM 4:32
BUREAU OF REVENUE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Peter J. McCarthy

Chairman:

140 East 45th Street, 42nd Floor

Address:

New York, New York 10017

Vice Chairman:

Address:

Brent P. Posner

Director:

140 East 45th Street, 42nd Floor

Address:

New York, New York 10017

Stephen M. Hood

Director:

140 East 45th Street, 42nd Floor

Address:

New York, New York 10017

B. OFFICERS

Peter J. McCarthy

President:

140 East 45th Street, 42nd Floor

Address:

New York, New York 10017

Vice President:

Address:

Thomas A. Hayes Jr.

Secretary:

140 East 45th Street, 42nd Floor, New York, New York 10017

Address:

Treasurer:

Address:

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16 FEB - 9 PM 4:32
NEW YORK STATE DEPT. OF CORRECTIONS

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

12. 

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 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.

Brent P. Posner, SVP and COO

13. _____

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

**E D & F MAN SERVICES INC.
140 EAST 45TH STREET, 42ND FLOOR
NEW YORK, NEW YORK 10017**

**ADDENDUM TO APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

OFFICERS AND DIRECTORS

DIRECTORS

Peter J. McCarthy

Brent P. Posner

Stephen M. Hood

OFFICERS

Peter J. McCarthy

President and CEO

Brent P. Posner

SVP and COO

Christopher Bates

SVP and CFO

Stephen M. Hood

Chief Credit and Risk Officer – North America

Joseph C. Weinoffer

Treasurer – Americas

Thomas A. Hayes Jr.

Secretary

Frank P. DeMartino

Assistant Secretary

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "E D & F MAN SERVICES 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 EIGHTEENTH DAY OF NOVEMBER, A.D. 2015.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "E D & F MAN SERVICES INC." WAS INCORPORATED ON THE FOURTEENTH DAY OF FEBRUARY, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



4112141 8300

SR# 20150980092

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

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Authentication: 10448717

Date: 11-18-15