2950 SOUTHWEST 27TH AVENUE SUITE 210 MIAMI, FLORIDA 33133 TELEPHONE: (305) 445-5666 FACSIMILE: (305) 445-5217 E-MAIL: sgzlaw@aol.com

Keith H. Stolzenberg, Esq. Jared Gelles, Esq. Martin G. Zilber, Esq.

Jerry M. Engel, Esq. Mayda Nahhas, Paralegal

May 15, 2000

VIA U.S. MAIL

Florida Department of State Registration Division of Corporations PO Box 6327 Tallahassee, Florida 32314

> Re: Authorization to Transact Business in Florida for Eagle Watch Advisors, LLC

To Whom It May Concern:

This letter shall serve as a formal request for Eagle Watch Advisors, LLC, a Delaware corporation to become authorized to do business in the State of Florida. Enclosed please find:

- a. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida;
- b. a Certificate of Designation of Registered Agent/Registered Office;

c. a Certificate of Existence from the State of Delaware Secretary of State; 5/25 and

d. a check in the amount of \$125.00.

****125.00 ****125.

unto

If you have any questions or require any additional information to process this request, please feel free to call.

Sincerely,

Stolzenberg, Gelles & Zilber, P.A.

Enc.

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: Eagle Watch Advisers, LLC (Name of foreign limited liability company) applied for Delaware (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) perpetual (Duration: Year limited liability company will cease to (Date of Organization) exist or "perpetual") Upon the filing of this application (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.) 2483 Eagle Watch Ct. Weston, FL 33327 (Street address of principal office) 8. If limited liability company is a manager-managed company, check here X 9. The usual business addresses of the managing members or managers are as follows: David Peck, Manager 2483 Eagle Watch Ct. Weston, FL 33327 10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: ___ Consulting Services Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

David Peck, Manager
Typed or printed name of signee

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

| 1. | the Limited Liability | - • | | | |
|----|-----------------------|--|-------------|---------------|----|
| 2. | | dress of the registered agent and office are: | | - | |
| | | Gelles & Zilber, P.A. | SEC | 00 | |
| | (Name) | | - AE | | -ī |
| | | Ave., Suite 210 et address (P.O. Box NOT ACCEPTABLE) | 23 M 2 | | |
| | Miami | FL 33133 | SA | <u>3</u> | |
| | | City/State/Zip | | | |
| | | | | | |

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.. Stolzenberg, Gelles/& Zilber, P. A.

Bu:

Keith Stolzenberg/President

\$ 100.00 'Filing Fee for Application

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (optional)

\$ 5.00 Certificate of Status (optional)

State of Delaware Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EAGLE WATCH ADVISORS LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF MAY, A.D. 2000.

HILED

ON MAY 23 FN 2:32

SEGNETAL CHARACE

AND SHEET STATE.



Edward J. Freel, Secretary of State

AUTHENTICATION:

0433848

DATE:

05-11-00

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