

5.
MOOOO 1480
GIBRALTAR
FINANCIAL GROUP, INC.

July 18, 2000

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

700003306017
6/27/00 01034 010
xx 125.00 xx 125.00

Dear Sir or Madam:

We are in receipt of your letter dated July 5, 2000 regarding an incomplete application for "GIBRALTAR FINANCIAL GROUP, LLC". Please find enclosed the corrected application as per your instructions omitting the "Affidavit of Membership and Capital Contributions".

We are also due a refund for overpayment of the filing fee in the amount of \$160. We originally sent a check in the amount of \$285 and it is our understanding that the filing fee is only \$125. Please make the check payable to "Gibraltar Financial Group, Inc." Thank you.

Do not hesitate to contact us if you have any questions.

Sincerely,



Nathalie Martino

FILED
JUL 21 PM 3:02
TALLAHASSEE, FL
RECEIVED

mtu
7/28



\$125.-

FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 5, 2000

MARTINO CPA PC
401 THEODORE FREMD AVE.
RYE, NY 10580

SUBJECT: GIBRALTER FINANCIAL GROUP, LLC
Ref. Number: W00000016897

We have received your document for GIBRALTER FINANCIAL GROUP, LLC and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 100A00037281

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

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. GIBRALTAR FINANCIAL GROUP, LLC

(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)

2. NEW YORK

(Jurisdiction under the law of which foreign limited liability company is organized)

3. 11-3549564

(FEI number, if applicable)

4. 5/31/00

(Date of Organization)

5. PERPETUAL

(Duration: Year limited liability company will cease to exist or "perpetual")

6. HAVE NOT TRANSACTIONED ANY BUSINESS IN FLORIDA

(Date first transactioned business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)

7. 375 FULTON STREET

FARMINGDALE, NY 11735

(Street address of principal office)

8. List name, title, and business address of each managing member [MGRM] or manager [MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:

TITLE:

NAME & ADDRESS:

TITLE:

CLIFFORD J. WAGNER

MGRM

DANIEL P. BUTTAUFUOCO

MGR

19 LUCILLE LANE

10 COUNTRY MEADOWS COURT

DIX HILLS, NY 11797

MELVILLE, NY 11796

9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state 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.)

**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 name of the Limited Liability Company is:

GIBRALTAR FINANCIAL GROUP, LLC

2. The name and the Florida street address of the registered agent and office are:

CT CORPORATION SYSTEM

(Name)

1200 SOUTH PINE ISLAND ROAD

Florida street address (P.O. Box **NOT** ACCEPTABLE)

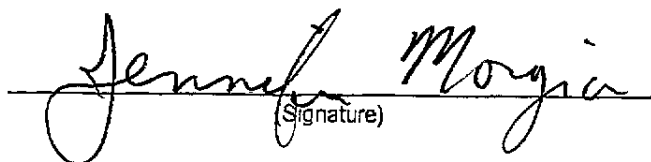
PLANTATION

FL

33324

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.


(Signature)

Filing Fee: \$35 for Designation of Registered Agent

00 JUL 21 PM 9 02
FILED
TALLAHASSEE, FLORIDA
CLERK OF THE CIRCUIT COURT

**State of New York } ss:
Department of State**

I hereby certify, that GIBRALTER FINANCIAL GROUP, LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 04/14/1998, and that the Limited Liability Company is subsisting so far as shown by the records of the Department.

The Limited Liability Company has not filed Affidavits of Publication under the Limited Liability Company Law.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 19th day of June
two thousand.*

Special Deputy Secretary of State

FILED
00 JUL 21 11 00
ALBANY, NY