



THE UNITED STATES
CORPORATION
COMPANY

MO00000002129

ACCOUNT NO. : 072100000032

REFERENCE : 857087 4354503

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 125.00

ORDER DATE : October 9, 2000

ORDER TIME : 9:25 AM

ORDER NO. : 857087-015

6000003422586--6

CUSTOMER NO: 4354503

CUSTOMER: Barbara Dimartino, Paralegal
Piper Marbury Rudnick & Wolfe
1251 Avenue Of The Americas
29th Floor
New York, NY 10020-1104

FOREIGN FILINGS

NAME: ABN AMRO ROTHSCHILD LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Susie Knight EXT: 1156

RECEIVED
00 OCT 12 AM 10:05
DIVISION OF CORPORATION

00 OCT 12 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVE
AND
FILED

10-12-00

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

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

1. ABN AMRO ROTHSCHILD LLC
(Name of foreign limited liability company)
2. DELAWARE 3. 13-4091057
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. August 6, 1998 5. PERPETUAL
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. BUSINESS NOT YET TRANSACTED IN STATE
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 1290 AVENUE OF THE AMERICAS
NEW YORK, NEW YORK 10104
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☐

9. The usual business addresses of the managing members or managers are as follows:

1290 AVENUE OF THE AMERICAS
NEW YORK, NEW YORK 10104

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:

TO UNDERWRITE SECURITIES

Barbara B. Kearney
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.)

Barbara B. Kearney
Typed or printed name of signee

APPROVED
AND
FILED
00 OCT 12 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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:

ABN AMRO ROTHSCCHILD LLC

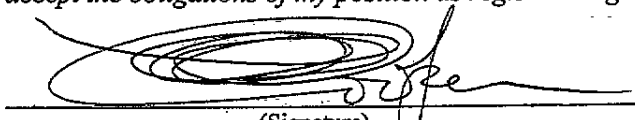
2. The name and the Florida street address of the registered agent and office are:

CORPORATION SERVICE COMPANY (CSC)
(Name)

1201 HAYS STREET
Florida street address (P.O. Box NOT ACCEPTABLE)

TALLAHASSEE FL 32301
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..


(Signature)
Fay Cooper

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

00 OCT 12 11:10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

State of Delaware

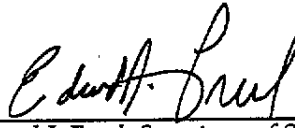
PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ABN AMRO ROTHSCHILD 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 TENTH DAY OF OCTOBER, A.D. 2000.

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




Edward J. Freel, Secretary of State

00 OCT 12 PM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

2929795 8300

AUTHENTICATION: 0724338

001508976

DATE: 10-10-00