

MO1 000000 376 5

BANYAN CAPITAL ASSET MANAGEMENT LLC

7284 W. PALMETTO PARK ROAD
SUITE 320
BOCA RATON, FL 33433
(561) 338-8711—FAX (561) 338-3961

January 23, 2001

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

300003575283--8
-01/25/01--01083--024
****130.00 ****130.00

MO1-2032

Re: Banyan Capital Asset Management LLC

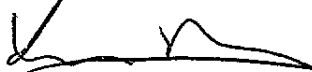
To whom it may concern:

Enclosed are the following documents relating to the above-referenced limited liability company:

- (1) Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida;
- (2) Original State of Delaware Certificate of Formation; and
- (3) \$130.00 check for the Filing Fee and a Certificate of Status.

Please return the letter to acknowledgement and the Certificate of Status to the above address at your earliest convenience once Banyan Capital Asset Management LLC has been registered in the State of Florida.

Very truly yours,



Laurence R. Benedict

FILED
00 FEB 19 PM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mt
2/19



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 26, 2001

LAURENCE R. BENEDICT
7284 W. PALMETTO PK RD
STE 320
BOCA RATON, FL 33433

SUBJECT: BANYAN CAPITAL ASSET MANAGEMENT LLC
Ref. Number: W01000002032

We have received your document for BANYAN CAPITAL ASSET MANAGEMENT LLC and your check(s) totaling \$130.00. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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: 901A00004525

FILED
00 FEB 19 PM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:

1. Banyan Capital Asset Management LLC
(Name of foreign limited liability company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 65-1059496
(FEI number, if applicable)
4. 11/27/00
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. 01/01/01
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 7284 W. Palmetto Park Rd, Suite 320
Boca Raton, FL 33433
(Street address of principal office)

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

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

Laurence R. Benedict

7284 W. Palmetto Park Rd, Suite 320

Boca Raton, FL 33433

FILED
FEB 19 PM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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/
Management

Laurence R. Benedict
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.)

Laurence R. Benedict
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 name of the Limited Liability Company is:

Banyan Capital Asset Management LLC

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

Laurence R. Benedict

(Name)

7284 W. Palmetto Park Rd, Suite 320

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

Boca Raton FL 33433

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)

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

FILED
00 FEB 19 PM 3:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "BANYAN CAPITAL ASSET MANAGEMENT LLC", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF NOVEMBER, A.D. 2000, AT 9:30 O'CLOCK A.M.

FILED

00 FEB 19 PM 8:34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

3320253 8100

AUTHENTICATION: 0811671

001589398

DATE: 11-27-00