



THE UNITED STATES  
CORPORATION  
COMPANY

MO1000000003

ACCOUNT NO. : 072100000032

REFERENCE : 122900 4725392

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : \$ 25.00

ORDER DATE : April 20, 2001

ORDER TIME : 1:13 PM

ORDER NO. : 122900-005

CUSTOMER NO: 4725392

CUSTOMER: Paul T. Nesper, Esq  
Nesper, Ferber & Digiacomo  
501 John James Audubon Pkwy  
Ste. 300  
Amherst, NY 142280000

RECEIVED

01 APR 20 PM 3:24

DEPT. OF REVENUE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: COLONIAL EXCHANGE LLC

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
     RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

     CERTIFIED COPY  
XX PLAIN STAMPED COPY  
     CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Denise Mick -- EXT# 1150

EXAMINER'S INITIALS: JB

420-01

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01 APR 20 PM 4:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

**ARTICLES OF CORRECTION  
FOR  
FLORIDA OR FOREIGN LIMITED LIABILITY COMPANY**

Pursuant to section 608.4115, F.S., this document is being submitted within the required 30 business days to correct the attached articles of organization or application to transact business in Florida.

**FIRST:** The name of the limited liability company is:  
Colonial Exchange LLC

**SECOND:** The articles of organization or the application to transact business

**(CHECK THE APPROPRIATE BOX AND COMPLETE THE APPLICABLE STATEMENT)**

- ☒ Contains an incorrect statement. The incorrect statement, the reason the statement is incorrect, and the corrected statement are as follows:  
Paragraph 9 of the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida does not show the correct Member or Manager of the Company. The Manager is as follows:

Paul T. Nesper, Esq., One Towne Centre, Suite 300, Amherst, New York 14228  
501 John James Audubon Parkway, Amherst, New York 14228

☒ OR AND

- ☒ Was defectively signed. The manner in which the document was defectively signed and the appropriate correction are as follows:  
An entity who was not then a Member, Manager or authorized representative of the Company signed the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida. The undersigned is the proper person to have executed such Application.

Dated: April 19, 2001

Paul T. Nesper, Authorized Rep.  
Signature of a member or authorized representative of a member

Paul T. Nesper, Esq., Authorized Representative

Typed or printed name of signee

Filing Fee: \$25.00  
Certified Copy: \$30.00 (optional)

CR2E062(3/00)

01 APR 20 PM 4: 03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

**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. Colonial Exchange LLC  
(Name of foreign limited liability company)
2. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. \_\_\_\_\_  
(FBI number, if applicable)
4. March 16, 2001  
(Date of Organization)
5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon filing  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. One Towne Centre, Suite 300  
Amherst, NY 14228  
(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:

One Towne Centre, Suite 300

501 John James Audubon Parkway

Amherst, NY 14228

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records of the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, 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: See Exhibit "A"

By: \_\_\_\_\_  
Signature of a member of 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.)

\_\_\_\_\_  
Typed or printed name of signer

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Audit # H01000036544 4

**EXHIBIT "A"**

11. To own, manage, lease, mortgage, pledge, assign, transfer and sell real estate; to enter into contracts for the purchase, sale, management and improvement of real estate; to enter into, make and perform contracts of every kind and description.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Audit # H01000036544 4

## State of Delaware

PAGE 1

Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COLONIAL EXCHANGE 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 SECOND DAY OF APRIL, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "COLONIAL EXCHANGE LLC" WAS FORMED ON THE SIXTEENTH DAY OF MARCH, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

01 APR 20 PM 4:03

SECRETARY OF STATE  
TALLAHASSEE, FLORIDAAPPROVED  
AND  
FILED

*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3369336 8300

010159617

AUTHENTICATION: 1057944

DATE: 04-02-01

Audit No. H01000036544 4

**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:

Colonial Exchange LLC, a Delaware limited liability company

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

Roetzel & Andress

Attn: Mark J. Price, Esq.

(Name)

850 Park Shore Drive, Trianon Centre - 3rd Floor

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

Naples

FL

34103

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)

01 APR 20 PM 4:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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