

M010000001270

GERALD WEINBERG, LLC
Attorneys at Law
90 State Street
Albany, New York 12207

Gerald Weinberg
Lawrence A. Kirsch

Telephone (800) 342-9856
Fax (800) 354-3381

May 15, 2001

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

900004242353--1
-05/17/01--01077--001
****125.00 ****125.00

Re: BREED ADVISORS LLC

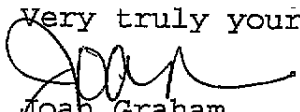
W01-11511

Enclosed herein please find the original and one (1) copy of the Application by Foreign LLC for Authorization to Transact Business in Florida for the above named DELAWARE LLC. Please file the document and return to me a stamped filed copy of the Articles. Enclosed please find a check made payable to Florida Department of State in the amount of \$125.00; \$100.00 for the filing fee and \$25.00 for the Registered Agent Designation.

Please return proof of filing to this office in the envelope I have provided for your convenience.

Thank you for giving this matter your attention.

Very truly yours,


Joan Graham
Legal Assistant

01 JUN -6 PM 12:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W6/6
FILED

Enc.

FF \$125

SP



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 21, 2001

JOAN GRAHAM
GERALD WEINBERG, P.C.
90 STATE STREET
ALBANY, NY 12207

SUBJECT: BREED ADVISORS LLC
Ref. Number: W01000011511

We have received your document for BREED ADVISORS LLC and your check(s) totaling \$125.00. However, the document has not been filed and is being retained in this office for the following:

As we discussed by telephone yesterday, you must submit the designation and acceptance of registered agent for the above-named LLC, as well as for MELD LLC, which you submitted at the same time.

Please return 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) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 701A00031075

FILED
01 JUN -6 PM 12:35
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 TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. Breed Advisors LLC
(Name of foreign limited liability company)
2. Delaware 3. 13-4132617
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. 08/24/2000 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. Yet to transact business in FLA
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 22311 Rushmore Place, Boca Raton, FL 33428
(Street address of principal office)

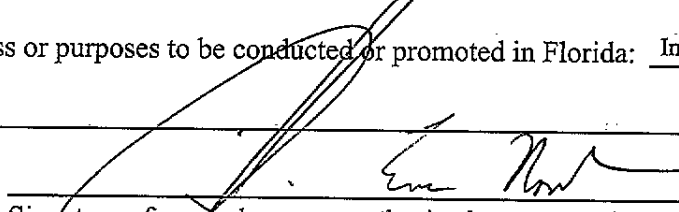
FILED
01 JUN -6 PM 12:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

153 East 53rd Street, 55th Floor, New York, NY 10022

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: Investment entity


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 Lerner + Evan T. Novak

Typed or printed name of signee

co-managing members

**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:

BREED ADVISORS LLC

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

Evan T. Novak

(Name)

22311 Rushmore Plaza

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

Boca Raton, FL 33428

FL

City/State/Zip

FILED
01 JUN -6 PM 12:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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)

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BREED 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 FOURTEENTH DAY OF MAY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BREED ADVISORS LLC" WAS FORMED ON THE TWENTY-FOURTH DAY OF AUGUST, A.D. 2000.

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

FILED
01 JUN -6 PM 12:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3279326 8300

AUTHENTICATION: 1132110

010230749

DATE: 05-14-01