



MD1000002073

ACCOUNT NO. : 072100000032

REFERENCE : 462116 4804708

AUTHORIZATION :

COST LIMIT : \$ 155.00

Fatima Raj

ORDER DATE : September 6, 2001

ORDER TIME : 10:29 AM

ORDER NO. : 462116-005

CUSTOMER NO: 4804708

CUSTOMER: Mr. Jose A. Lopez
Seward & Kissel Llp
One Battery Park Plaza
21st Floor
New York, NY 10004

000004575970--1

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2001 SEP -7 4:34 PM
TO AGENCY OFFICE
SUFFICIENCY OFF FILING

FOREIGN FILINGS

NAME: HANSEL INVESTMENT MANAGEMENT,
L.L.C.

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

~~MD1-20897~~

CONTACT PERSON: Janna Wilson -- EXT# 1155

EXAMINER:

Stile

JP

APPROVED
AND
FILED
01 SEP -7 AM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 10, 2001

CSC
JANNA WILSON

SUBJECT: HANSEL INVESTMENT MANAGEMENT, L.L.C.
Ref. Number: W01000020897

We have received your document for HANSEL INVESTMENT MANAGEMENT, L.L.C. and the authorization to debit your account in the amount of \$155.00. However, the document has not been filed and is being returned for the following:

You failed to make the correction(s) requested in our previous letter.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

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) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 201A00050839

APPROVED
AND
FILED
01 SEP -7 AM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 10, 2001

CSC
JANNA WILSON

SUBJECT: HANSEL INVESTMENT MANAGEMENT, L.L.C.
Ref. Number: W01000020897

We have received your document for HANSEL INVESTMENT MANAGEMENT, L.L.C. and the authorization to debit your account in the amount of \$155.00. However, the document has not been filed and is being returned for the following:

The entity's date of incorporation/organization must be listed in the document.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

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) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 201A00050644

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 SEP - 7 AM 1:37

APPROVED
AND
FILED

Received Event (Event Succeeded)

Date: 08/22/2001
Pages: 7
Sender: 212 574 1642
Fax Number:

Time: 5:13 PM
Duration: 1 min 47 sec
Company:
Subject:

AUG. 22. 2001 5:08PM SEWARD & KISSEL LLP NO. 9764 P. 3/7

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. Hansel Investment Management, L.L.C. (Name of foreign limited liability company)
2. Delaware (Jurisdiction under the law of which foreign limited liability company is organized)
3. (FEI number, if applicable)
4. August 21, 2001 (Date of Organization)
5. Perpetual (Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon registration of this certificate (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 1365 Brightwaters Blvd. NE, St. Petersburg, FL 33704 (Street address of principal office)

8. If limited liability company is a manager-managed company, check here [X]

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

Andrew T. Hansel - 1365 Brightwaters Blvd. NE, St. Petersburg, FL 33704

Stephen A. Hansel - 1365 Brightwaters Blvd. NE, St. Petersburg, FL 33704

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 Management

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.)

Andrew T. Hansel, Managing Member

Typed or printed name of signee

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 SEP - 7 AM 1:37

APPROVED AND FILED

**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:

HANSEL INVESTMENT MANAGEMENT, L.L.C.

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

Corporation Service Company
(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)

BRIAN COURTNEY, ASST. V.P.

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 SEP - 7 AM 1:37

APPROVED
AND
FILED

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 "HANSEL INVESTMENT MANAGEMENT, L.L.C." 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 SIXTH DAY OF SEPTEMBER, A.D. 2001.

APPROVED
AND
FILED

01 SEP - 7 AM 1:37
SECRETARY OF STATE
ALLIANCE FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3432609 8300

010442761

AUTHENTICATION: 1331855

DATE: 09-06-01