

M010000002488



STATE STREET
Serving Institutional Investors Worldwide

State Street Capital Markets, LLC
225 Franklin Street
Boston, MA 02110

October 22, 2001

Division of Corporations
State of Florida
409 E. Gaines Street
Tallahassee, FL 32399
Attn: Registration Section

400004651154--5
-10/24/01--01024--017
*****78.75 *****78.75

Re: State Street Capital Markets, LLC

To Whom It May Concern:

W01-24780

Enclosed please find a fully executed application for State Street Capital Markets, LLC to become an authorized Foreign Corporation in the State of Florida.

Should you have any questions or require anything additional, please contact me at (617) 664-0378.

Sincerely,

Nicole McFadden
Assistant Vice President and
Compliance Officer

400004651154--5
-11/05/01--01016--010
*****46.25 *****46.25

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

01 NOV - 6 AM 11:03

W01/6

6p



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 25, 2001

NICOLE MCFADDEN
STATE STREET CAPITAL MARKETS, LLC
225 FRANKLIN STREET
BOSTON, MA 02110

SUBJECT: STATE STREET CAPITAL MARKETS, LLC
Ref. Number: W01000024780

We have received your document for STATE STREET CAPITAL MARKETS, LLC and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The fee and form you submitted are for a corporation, but your entity is a limited liability company. Enclosed is a blank LLC form for your use. Please return the completed form with the additional money due for the filing; the additional amount will depend on what certification, if any, you would like to order. The filing and certification fees are noted on the form's instructions.

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) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 401A00058812

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DIVISION OF CORPORATIONS
01 NOV -6 AM 11:03



STATE STREET.
Serving Institutional Investors Worldwide™

State Street Capital Markets, LLC
225 Franklin Street
Boston, MA 02110

October 31, 2001

Division of Corporations
State of Florida
409 E. Gaines Street
Tallahassee, FL 32399
Attn: Registration Section

Re: State Street Capital Markets, LLC

To Whom It May Concern:

Enclosed please find a fully executed application for State Street Capital Markets, LLC to become an authorized Foreign Limited Liability Company in the State of Florida.

Should you have any questions or require anything additional, please contact me at (617) 664-0378.

Sincerely,

Nicole McFadden
Assistant Vice President and
Compliance Officer

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DIVISION OF CORPORATIONS
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**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. State Street Capital Markets, LLC
(Name of foreign limited liability company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 043464336
(FEI number, if applicable)
4. April 21, 1999
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 225 Franklin Street
Boston, MA 02110
(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:

F. Charles Hindmarsh, President and CEO
Nicholas J. Bonn, Chief Financial Officer
Mark Hansen, Chief Compliance Officer

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DIVISION OF CORPORATIONS
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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: Securities Broker/Dealer

Mark Hansen

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.)

Mark Hansen, Vice President and Chief Compliance Officer

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:

State Street Capital Markets, LLC

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

Bryan Stypul

(Name)

311 Park Place Blvd., Suite 250

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

Clearwater

FL

33759

City/State/Zip

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DIVISION OF CORPORATIONS
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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..

Bryan Stypul
(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 "STATE STREET CAPITAL MARKETS, 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 SEVENTEENTH DAY OF OCTOBER, A.D. 2001.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 NOV -6 AM 11:03



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3032424 8300

AUTHENTICATION: 1396574

010519168

DATE: 10-17-01