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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**THOMPSON & KNIGHT**  
LLP

ATTORNEYS AND COUNSELORS

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AUSTIN  
DALLAS  
FORT WORTH  
HOUSTON  
MONTERREY, MEXICO

December 11, 2002

Florida Secretary of State  
Division of Corporations Commercial Division  
P.O. Box 6327  
Tallahassee, FL 32314

Re: BVIG Financial, LLC

Sir/Madam:

Enclosed for filing with your office in duplicate are Applications by Foreign Limited Liability Company for Authorization to Transact Business in the State of Florida for BVIG Financial, LLC, a Texas limited liability company. Also enclosed is a Certificate of Existence and our check in the amount of \$125.00 for the filing fee.

Please return a file-stamped copy to my attention. If you have any questions or need any additional information, please feel free to contact me.

Sincerely,

*Colleen McFadden*

Colleen McFadden  
Legal Assistant

Enclosures

cc: Mr. Thomas Lamme w/o enclosure

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**THOMPSON & KNIGHT**  
**LLP**

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AUSTIN  
DALLAS  
FORT WORTH  
HOUSTON  
MONTERREY, MEXICO

January 2, 2003

Ms. Diane Cushing, Corporate Specialist  
Florida Secretary of State  
Division of Corporations Commercial Division  
P.O. Box 6327  
Tallahassee, FL 32314

Re: BVIG Financial, LLC

Dear Diane:

Enclosed are the following documents relating to the qualification of BVIG Financial, LLC, a Texas limited liability company:

1. Amended Applications by Foreign Limited Liability Company for Authorization to Transact Business in Florida; and
2. Your letter dated December 19, 2002, regarding same.

Pursuant to your letter, I have added the words "upon qualification" to clarify the date the company first transacts business in the State of Florida.

Please all if you have any additional questions or comments and thank you for your assistance.

Sincerely,



Colleen McFadden  
Legal Assistant

Enclosures

501259 000001 HOUSTON 237339.2



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

December 19, 2002

COLLEEN MCFADDEN  
THOMPSON & KNIGHT  
333 CLAY STREET, SUITE 3300  
HOUSTON, TX 77002-4499

SUBJECT: BVIG FINANCIAL, LLC  
Ref. Number: W02000035422

We have received your document for BVIG FINANCIAL, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report/uniform business report fees due this office.)

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) 245-6913.

Diane Cushing  
Corporate Specialist

Letter Number: 902A00066729

**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. BVIG Financial, LLC  
(Name of foreign limited liability company)

2. Texas  
(Jurisdiction under the law of which foreign limited liability company is organized)

3. \_\_\_\_\_  
(FEI number, if applicable)

4. May 9, 2001  
(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. \_\_\_\_\_

1050 N. Post Oak, Suite 240, Houston, Texas 77055  
(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:

Todd M. Binet      1050 N. Post Oak, Suite 240, Houston, Texas 77055

Peter B. Morin      1050 N. Post Oak, Suite 240, Houston, Texas 77055

Andrew J. Priest      1050 N. Post Oak, Suite 240, Houston, Texas 77055

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: Provider of financial services principally through an ATM-based system

Todd M. Binet  
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.)

Todd M. Binet

Typed or printed name of signee

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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:

BVIG Financial, LLC

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

Capitol Corporate Services, Inc.

(Name)

1333 North Duval Street

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

Tallahassee

FL

32303

(City/State/Zip)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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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.*

Dellanie Case, asst. sec.  
(Signature)

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

Corporations Section  
P.O.Box 13697  
Austin, Texas 78711-3697



Gwyn Shea  
Secretary of State

## Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles Of Organization for BVIG Financial, LLC (filing number: 708884022), a Domestic Limited Liability Company (LLC), was filed in this office on May 09, 2001.

It is further certified that the entity status in Texas is active.

In testimony whereof, I have hereunto signed my name  
officially and caused to be impressed hereon the Seal of  
State at my office in Austin, Texas on November 26,  
2002.

FILED  
03 JAN 15 PM 3:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*Gwyn Shea*

Gwyn Shea  
Secretary of State