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COUNT I AND UF STATE
TALLAHASSEE, FLORIDA

Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 April 30, 2003

Dear Sir or Madam:

As a Delaware LLC, please find our application for authorization to transact business in Florida. We have enclosed a certificate of designation of Registered Agent, as well as an original signed certificate of existence dated April 23, 2003.

Additionally, a check in the amount of \$125.00 to cover the Filing Fee as well as Designation of Registered Agent fee is enclosed.

Thank you for your consideration.

Sincerely,

Kim Bradførd, Decision Capital Management, LLC, Co-Managing Member

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA 03 MAY -1 AM 11: 20

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: ALLAHASSEE, FLORIDA
1. Decision Capital Management, LLC (Name of foreign limited liability company)
2. Delaware (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable)
4. 11-14-2001 (Date of Organization) 5. Per le fuel (Duration: Year limited liability company will cease to exist or "perpetual")
6. No transactions vet Upon Qualification (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)
7. 8322 Clairemont Mesa Blud. St. #114
San Diego, CA 9211 (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:
Righ Bradford Co-managing member > Address Paul Di Francesco Co. managing member > Aboup
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: <u>Investment</u>
Management
Signature of a interplet 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.)
Typed or printed name of signee

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CERTIFICATE OF DESIGNATION OF ALLAHASSEE, FLORIDA 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: Decision Capital Management, LLC	
 2.	The name and the Florida street address of the registered agent and office are:	
	Agents and Copporations, Inc.	
	(Name)	
	Suite E, 773 4th Avenue North, Naples Florida street address (P.O. Box NOT ACCEPTABLE)	
	FL 34102 (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)

Delaware

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF WHEATATE OF OF ORIDA
DELAWARE, DO HEREBY CERTIFY "DECISION CAPITAL MANAGEMENT, 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 TWENTY-THIRD DAY OF APRIL, A.D.



Warriet Smith Windson Secretary of State

AUTHENTICATION: 2379753

DATE: 04-23-03

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