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ACCOUNT NO. : 072100000032

REFERENCE : 282530

AUTHORIZATION : Totricio 1/4/11

COST LIMIT : \$ 125.00

ORDER DATE: October 16, 2003

ORDER TIME : 11:36 AM

ORDER NO. : 282530-005

CUSTOMER NO: 4812503

CUSTOMER: Ms. Julie M. Regnier

Faegre & Benson

Bldg. 90, 2200 Wells Fargo Building 90 S. Seventh Street Minneapolis, MN 55402-3901

FOREIGN FILINGS

NAME: VANTAGE WEALTH MANAGEMENT LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

XX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan -- EXT# 1155

EXAMINER:

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	Vantage Wealth Management LLC	
	(Name of foreign limited liability company)	
3 10	Virginia 3. 20-0092765 3. 20-0092765	
2. <u>v</u> (J	furisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized)	<u>П</u>
4	January 10, 2003 (Date of Organization) 5. Perpetual (Duration: Year limited liability company will cease to exist or "perpetual")	TO
6.	August 15, 2003	
-	(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)	
7	3033 Riviera Drive, Suite 106	
	Naples, FL 34103	
-	(Street address of principal office)	-
8.]	If limited liability company is a manager-managed company, check here	
9. 1	The name and usual business addresses of the managing members or managers are as follows:	
	Mark T. Finn, 3500 Pacific Avenue, Virginia Beach, VA 23451	
	Naples	
	Robert J. Sorentino, 3033 Riviera Drive, Suite 106, FL 34103	
	Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of receipturisdiction 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:	
	See Schedule 1 attached hereto	
	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 T. Finn	-
	Typed or printed name of signee	

Schedule 1 to Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida

The purpose of the Company is to engage in any lawful act or activity for which limited liability companies may be organized to do business under the Virginia Limited Liability Company Act and permitted under Florida statutes.

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 t	he Limited Liability Com	pany is:					
Vantage Wealt	th Management, LLC						
2. The name and the Florida street address of the registered agent and office are:							
Robert J. Sorrentino							
(Name)							
3033 Riviera Drive, Suite 106 Florida street address (P.O. Box NOT ACCEPTABLE)							
			<u></u>				
-	Naples (FL (City/State/Zip)	34103				

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)

Commonwealth & Hirginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

A certificate of organization was issued by the Commission to Vantage Wealth Management LLC, a limited liability company formed under the laws of VIRGINIA, effective as of January 10, 2003.

As of the date below, this certificate of organization is in effect and the company is current in the payment of all annual registration fees assessed against it by the Commission.

Nothing more is hereby certified.



Signed and Sealed at Richmond on this Date: August 28, 2003

Joel H. Peck, Clerk of the Commissic