

Division of Corporations

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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION

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FOREIGN LIMITED LIABILITY COMPANY

Legent Clearing LLC

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$125.00

MO4-290

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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. Legent Clearing LLC
(Name of foreign limited liability company)

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

3. 77-0616239
(FEI number, if applicable)

4. 1/21/2004
(Date of Organization)

5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")

6. 1/21/2004
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 9300 Underwood Avenue, Suite 400
Omaha, NE 68114
(Street address of principal office)

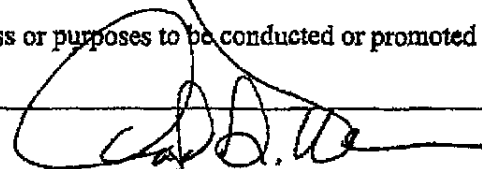
8. If limited liability company is a manager-managed company, check here ☒

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

see attached.

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 clearing



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.)

David L. Warren

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:

Legent Clearing LLC

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

CT Corporation System

(Name)

c/o CT Corporation System, 1200 South Pine Island Road

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

Plantation,

FL

33324

(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.

CT Corporation System

By: Christen Varnada

(Signature)

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

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TALLAHASSEE, FLORIDA

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**LEGENT CLEARING LLC
MEMBER AND MANAGER INFORMATION**

Members of Legent Clearing LLC

50%
Legent Holding LLC
1440 Blake Street, Suite 200
Denver, CO 80202
(303)405-4000

50%
Newleg LLC
1440 Blake Street, Suite 200
Denver, CO 80202
(303)405-4000

Managers of Legent Clearing LLC

Guy A. Gibson
Social Security Number:
Business Address:
Legent Clearing LLC
1440 Blake Street, Suite 200
Denver, CO 80202

Resident Address:
6327 Ute Hwy.
Longmont, CO 80503

David L. Wren
Social Security Number:
Business Address:
Legent Clearing LLC
1440 Blake Street, Suite 200
Denver, CO 80202

Resident Address:
33487 Buffalo Park Road
Evergreen, CO 80439

Lester Ravitz
Social Security Number:
Business Address:
Legent Clearing LLC
1440 Blake Street, Suite 200
Denver, CO 80202

Resident Address:
2181 Jamieson Ave., #909
Alexandria, VA 22314

Jeffrey N. Sime
Social Security Number:
Business Address:
Legent Clearing LLC
9300 Underwood Ave., Suite 400
Omaha, NE 68114

Resident Address:
4203 S. 174th St.
Omaha, NE 68135

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Delaware

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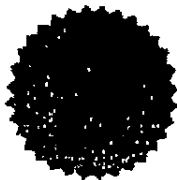
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LEGENT CLEARING 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-FIRST DAY OF JANUARY, A.D. 2004.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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DATE: 01-21-04