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TRANSMITTAL LETTER

TO: **Registration Section Division of Corporations**

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FILED

SUBJECT: <u>POCKNOVH Capital</u> of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

(Name of Person) PHAL FUNDING; LLC FOCKWOVIM Peachtree 40 300 ahanta (City/State and Zip Code)

For further information concerning this matter, please call:

(Name of Person)

(Area Code & Davtime Telephone Number)

MAILING ADDRESS: **Registration Section Division of Corporations** P.O. Box 6327 Tallahassee, Florida 32314

STREET ADDRESS: **Registration Section Division of Corporations** 409 E. Gaines Street Tallahassee, Florida 32399

Enclosed is a check for the following amount:

□ \$125.00 Filing Fee □ \$130.00 Filing Fee & □ \$155.00 Filing Fee & □ \$160.00 Filing Fee, Certificate Certificate of Status Certified Copy of Status & Certified Copy

FILED

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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA SECRETARY OF STATE
TALLAHASSEE, 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. POULWOUTH CAPITAl FINDING, LLC (Name of Foreign Linhited Liability Company)
2. <u>(Jurisdiction)under the law of which foreign limited liability</u> (Jurisdiction)under the law of which foreign limited liability company is organized) 3. <u>27-0054548</u> (FEI number, if applicable)
4. <u>418/04</u> (Date of Organization) 5. <u>(Duration: Year limited liability company will cease to exist or "perpetual")</u>
6
(Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. 3390 Repuntrie Rd NE, Svite 300
AHWHA, GA 30326 (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:
Chris Johnston - 3390 Peachtree Pa Soite 300, Atlanta, 614 30326
Marc Poblinson - Same
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 each of the translator must be submitted.)
11. Nature of business or purposes to be conducted or promoted in Florida:
Commercial low prightering

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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.)

(<u>)</u>W() 书, VOLIVITON Typed or printed name of signee

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUGES, THEORIDA 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:

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

CT Corporation Syst	tem
(Name)	
1200 South Pine Isl	land Road
Florida Street Address (P.O. Box	NOT ACCEPTABLE)
Plantation	33324
FL_FL	
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, Florida Statutes.

	And the second s
(Signature)	JENNIFER F AULTMAN ASSISTANT SECRETARY C T Corporation System

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

Secretary of State

Corporations Division 315 West Tower #2 Martin Luther King, Jr. Dr. Atlanta, Georgia 30334-1530

ROCKWORTH CAPITAL FUNDING, LLC MEGAN CONNER 3390 PEACHTREE RD. NE STE 300 ATLANTA, GA 30326 DOCKET NUMBER : 041770015 CONTROL NUMBER : 0322834 DATE INC/AUTH/FILED: 04/21/2003 JURISDICTION : GEORGIA PRINT DATE : 06/25/2004 FORM NUMBER : 211

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

ROCKWORTH CAPITAL FUNDING, LLC A GEORGIA LIMITED LIABILITY COMPANY

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the abovenamed entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Cathy Cox Secretary of State