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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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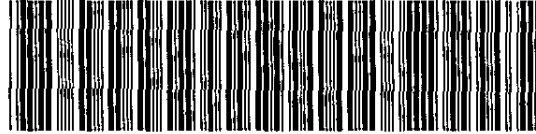
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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A Limited Liability Partnership

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October 18, 2004

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FAX: (516) 739-9011

Division of Corporations
Attn: Registration Section
409 East Gaines Street
Tallahassee, FL 32399

RE: State of Florida Foreign LP and Foreign LLC Registrations

Dear Sir or Madam:

Please find enclosed herewith the following documents:

- 1) One original and one copy of the *Application by Foreign Limited Partnership for Authorization to Transact Business in Florida* ("Application") and *Affidavit of Capital Contributions for a Foreign Limited Partnership* ("Affidavit") submitted by each of NMH Management, L.P. and NMH Small Cap Value Fund, L.P.
- 2) One original and one copy of the *Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida* ("Application") and *Certificate of Designation of Registered Agent* submitted by each of NMH Advisors, LLC and NMH Investments, LLC.

Please note that NMH Investments, LLC is the general partner of NMH Management, L.P., and as such, its application should be processed first in order for it to have an active registration or filing on file prior to the processing of NMH Management, L.P.'s application.

Further note that NMH Management, L.P. is the general partner of NMH Small Cap Value Fund, L.P., and as such, its application should be processed first in order for it to have an active registration or filing on file prior to the processing of NMH Small Cap Value Fund, L.P. application.

A check made payable to the Florida Department of in the amount of \$2,122.50 representing filing fees for all four entity applications has also been enclosed. The fee breakdown is as follows:

- a. NMH Small Cap Value Fund, L.P. The application fee is \$1,750 and \$35.00 for the designation of registered agent, aggregating \$1,785.00.

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TALLAHASSEE, FLORIDA

State of Florida
Division of Corporations
October 18, 2004
Page 2.

- b. NMH Management, L.P. The application fee is \$52.50 and \$35.00 for the designation of registered agent, aggregating \$87.50.
- c. NMH Advisors, LLC and NMH Investments, LLC. The application filing fee is \$100.00 and designation of registered agent is \$25.00, aggregating \$125.00 for each LLC entity.

I thank you in advance for your expedience in this matter. Please send the filing acknowledgments to my attention using the enclosed self-addressed stamped envelope. Should you have any questions and/or need additional information, please contact me at your earliest convenience.

Sincerely yours,


J. Eric Van Atta

VEV
Enclosures

cc: Thomas B. Driscoll, III (w/o enclosures)
Gilbert H. Davis, Esq.

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04 OCT 19 AM 11:53
TALLAHASSEE, FLORIDA

ORIGINAL

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: NMH Investments, LLC

(Name 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:

J. Eric Van Atta

(Name of Person)

Sims Moss Kline & Davis LLP

(Firm/Company)

Three Ravinia Drive, Suite 1700

(Address)

Atlanta, Georgia 30346

(City/State and Zip Code)

For further information concerning this matter, please call:

J. Eric Van Atta

(Name of Person)

at (770) 481-7232

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

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

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04 OCT 19 AM 11:53
TALLAHASSEE, FLORIDA

**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. NMH Investments, LLC
(Name of Foreign Limited Liability Company)

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

3. 34-2009552
(FEI number, if applicable)

4. August 10, 2004
(Date of Organization)

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

6. October 15, 2004
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 12230 Forest Hill Blvd., Suite 173, Wellington, FL 33414
(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:


Thomas B. Driscoll, III, 12230 Forest Hill Blvd., Suite 173, Wellington, FL 33414

Paul G. Meeks, Meeks and York, LLC, 5 Vaughn Drive, Suite 119, Princeton, NJ 08540

Hassan M. Tabbah, 6 Jofran Lane, Greenwich, CT 06830

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: Investment Management


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.)
Thomas B. Driscoll, III

Typed or printed name of signee

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CLERK OF DISTRICT COURT

**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:

NMH Investments, LLC

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

Thomas B. Driscoll, III

(Name)

12230 Forest Hill Blvd., Suite 173

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Wellington,

FL 33414

City/State/Zip

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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, Florida Statutes.



(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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The First State

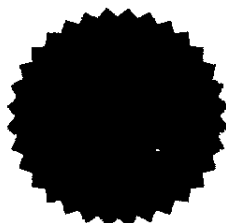
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NMH INVESTMENTS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS

OFFICE SHOW, AS OF THE SIXTEENTH DAY OF SEPTEMBER, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NMH INVESTMENTS, LLC" WAS FORMED ON THE TENTH DAY OF AUGUST, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

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DELAWARE SECRETARY OF STATE



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3355224

DATE: 09-16-04