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To:
Division of Corporations
Fax Number : (850) 205-0383

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

FOREIGN LIMITED LIABILITY COMPANY

Capitas Financial, LLC

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$130.00

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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 TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Capitas Financial, LLC
(Name of Foreign Limited Liability Company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 75-2933138
(FBI number, if applicable)
4. March 8, 2001
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon filing
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. 710 Interchange Tower, 600 South Highway 169, Minneapolis, MN 55426
(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 Exhibit "A" attached hereto

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:

Life insurance, brokerage and related financial services and products.

Ronald B. Peterson
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.)

Ronald B. Peterson, Authorized Representative

Typed or printed name of signee

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**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:

Capitas Financial, LLC

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

Corporate Creations Network Inc.

(Name)

11380 Prosperity Farms Rd., Suite 221E

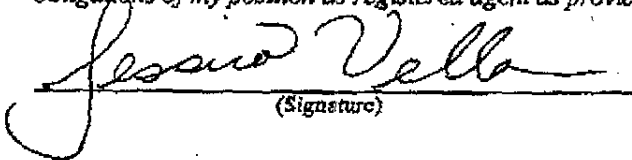
Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Palm Beach Gardens.

FL 33410

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.


(Signature)

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\$ 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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EXHIBIT "A"

**CAPITAS FINANCIAL, LLC
2005
BOARD OF DIRECTORS**

Blake Mohr
Capitas Financial, LLC
710 Interchange Tower
600 South Highway 169
Minneapolis, MN 55426
Office: (952) 544-0709
Fax: (952) 544-0708
Cell: (612) 802-3200
bmohr@capitasfinancial.com

Barry Litt
Pacific Southwest Financial
21021 Ventura Blvd., #400
Woodland Hills, CA 91364
Tel: (818) 702-0889
Toll Free: (888) 851-6006
Fax: (818) 702-8850
barry.litt@capitasfinancial.com

Walter W. "Bill" Davis, Jr.
North Coast Brokerage Agency, Inc.
IMG Center
1360 E. Ninth Street, Suite 800
Cleveland, OH 44114-1715
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Fax: (216) 566-9863
bill.davis@capitasfinancial.com

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225 Friend Street, Suite 600
Boston, MA 02114
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Chicago Brokerage Services
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Rosemont, IL 60018
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Toll Free: (888) 795-8222
Fax: (630) 724-0001
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Fax: (630) 724-0001
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Fax: (502) 451-0671
steve.gowers@capitasfinancial.com

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Wilson & Wilson Ins. Consultants, Inc.
38 Pfeiffer Road
Boerne, TX 78006
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Toll Free: (877) 564-0319
Private Fax: (830) 249-0064
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1401 South Brentwood Blvd., Suite 500
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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CAPITAS FINANCIAL, 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 TWELFTH DAY OF JANUARY, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CAPITAS FINANCIAL, LLC" WAS FORMED ON THE EIGHTH DAY OF MARCH, A.D. 2001.

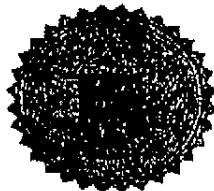
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

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TALLAHASSEE, FLORIDA

3366069 8300
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AUTHENTICATION: 3614228

DATE: 01-12-05



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State