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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

forlc
gm

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Palisades Hudson Financial Group 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:

Larry Elkin
(Name of Person)

Palisades Hudson Financial Group LLC
(Firm/Company)

2 Overhill Road, Suite 100
(Address)

Scarsdale, NY 10583
(City/State and Zip Code)

For further information concerning this matter, please call:

Larry Elkin at (914) 723-5000
(Name of Person) (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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**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. Palisades Hudson Financial Group LLC
(Name of Foreign Limited Liability Company)

2. Delaware 3. 13-4199096
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. November 14, 2001 5. 2101
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

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

7. 2 Overhill Road, Suite 100
Scarsdale, NY 10583
(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:

Larry M. Elkin, President
Palisades Hudson Financial Group LLC
2 Overhill Road, Suite 100

Scarsdale, NY 10583

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: A financial planning firm that provides tax preparation and advisory services, estate planning, insurance consulting, and office and business management services.


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.)

Larry M. Elkin

Typed or printed name of signee

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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:

Palisades Hudson Financial Group LLC

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

Shomari Hearn

(Name)

110 E. Broward Blvd., Suite 1620

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

Fort Lauderdale

FL 33301

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.

Shomari Hearn
(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

PAGE 1

The First State

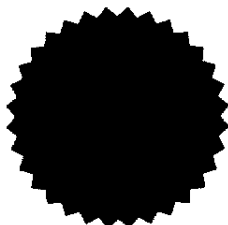
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PALISADES HUDSON FINANCIAL GROUP LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF AUGUST, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PALISADES HUDSON FINANCIAL GROUP LLC" WAS FORMED ON THE FOURTEENTH DAY OF NOVEMBER, A.D. 2001.

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

3437042 8300

050635757



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4063842

DATE: 08-02-05

CERTIFICATE OF FORMATION

of

PALISADES HUDSON FINANCIAL GROUP LLC

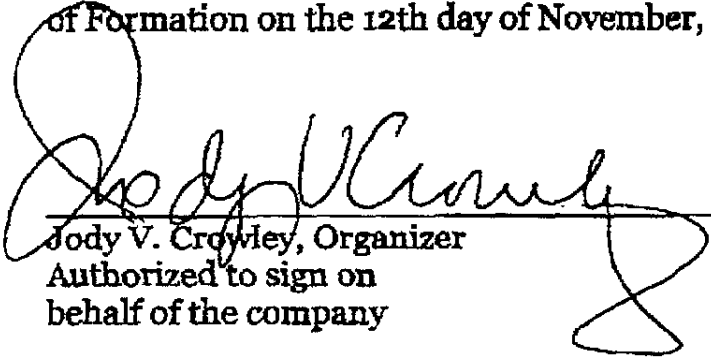
1) The name of the limited liability company is:

PALISADES HUDSON FINANCIAL GROUP LLC

2) The address of its registered office in the State of Delaware is 15 E. North Street, in the City of Dover, County of Kent. The name of the registered agent at such address is Corporate Service Bureau Inc.

3) The latest date upon which the limited liability company is to dissolve is December 31, 2101.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation on the 12th day of November, 2001.


Jody V. Crowley, Organizer
Authorized to sign on
behalf of the company