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SECRETALY OF STATE

CORPDIRECT AGENTS, INC. (formerly CCRS) 515 EAST PARK AVENUE TALLAHASSEE, FL 32301 222-1173

FILING COVER SHEET ACCT. #FCA-14

CONTACT:	CIN	<u>DY</u>			125 OS T
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Examiner's Initials

() CERTIFICATE OF STATUS



800 388-2123

MEMORANDUM

DATE:

October 19, 2005

TO:

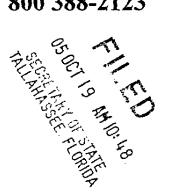
DIV. OF CORPORATIONS

FROM:

CINDY HICKS

RE:

BANYAN EQUITY MANAGEMENT, LLC



It is my understanding that the filing fee for the attached is \$5,250. Our client has prepaid with check #1471 in the amount of \$5,750. Please issue the \$500 refund directly to Banyan Equity Management LLC, 7284 W. Palmetto Park Road, Suite 310, Boca Raton, FL 33433.

Please send the refund application back to us with the attached filing and we will forward to our client.

Thank you

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: BANYAN EQUITY MANAGEMENT, LLC (Name of Foreign Limited Liability Company) 2. DELAWARE (Iurisdiction under the law of which foreign limited liability company is organized) ∠ NOVEMBER 27, 2000 (Duration: Year limited liability company will cease to exist or "perpetual") (Date of Organization) 6. DECEMBER, 2000 (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability) 7 7284 WEST PALMETTO PARK ROAD, SUITE 310, BOCA RATON, FLORIDA 33433 (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: LAURENCE BENEDICT, 7284 WEST PALMETTO PARK ROAD, SUITE 310, **BOCA RATON, FLORIDA 33433** 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: INVESTMENTS 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.)

Typed or printed name of signee

LAURENCE BENEDICT

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.

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FLORIDA.			
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1. The name of the Limited Liability Company is:

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

LAURENCE BENEDICT
(Name)
7284 WEST PALMETTO PARK ROAD, #310
Florida Street Address (P.O. Box NOT ACCEPTABLE)
BOCA RATON FL 33433
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)

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

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BANYAN EQUITY MANAGEMENT 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 NINETEENTH DAY OF OCTOBER, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BANYAN EQUITY MANAGEMENT LLC" WAS FORMED ON THE TWENTY-SEVENTH DAY OF NOVEMBER, A.D. 2000.

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

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4235165

DATE: 10-19-05