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ACCOUNT NO. : 072100000032

REFERENCE : 662148

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AUTHORIZATION : latricia liquito

COST LIMIT : \$ 125.00

ORDER DATE: October 20, 2005

ORDER TIME : 9:48 AM

ORDER NO. : 662148-015

CUSTOMER NO: 4804708

FOREIGN FILINGS

NAME: ANCHOR POINT CAPITAL, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Pollye Janisse -- EXT# 2954

EXAMINER:

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

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING ISSUBMITTED TO REGISTER A FORFKIN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Anchor Point Capital, LLC	foreign limited liability company) 3. 20-2960865			
	foreign limited liability company)			
2. Delaware	3, 20-2960865			
(Jurisdiction under the law of which foreign limited learning to company is organized)				
4. June 3, 2005	5. Perpetual			
(Date of Organization)	(Duration: Year limited liability company will cease to exist or "perpetual")			
6. October 24, 2005 (anticipated date)				
	Florida. (See sections 608.501, 608.502, and 817.155, F.S.)			
7. 255 Alhambra Circle, Suite 425				
Comi Cobias Florida 22124 7400				
Coral Gables, Florida 33134-7400	et address of principal office)			
(Date	or address of principal office,			
8. If limited liability company is a manager-m	anaged company, check here 🔀			
The name and usual business addresses of the managing members or managers are as follows: Timothy J. Crowe 255 Alhambra Circle, Suite 425, Coral Gables, Florida 33134-7400				
Albert Hsu 10 Rockefeller Plaza, 16 th Floor, New York, New				
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.)				
1. Nature of business or purposes to be conducted	cted or promoted in Florida: To engage in any and all lawful business activities as provided and permitted by the state of Florida.			
-1.71				
Si in S	ar outh sized correspondstive of a marshar			
(in accordance with section 608 40	r an authorized representative of a member. 28(3), F.S., the execution of this document constitutes an			
affirmation under the penalties of perj	jury that the facts stated herein are true)			

Typed or printed name of signee

Timothy J. Crowe, Managing Member

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 Company is:				
	Anchor Point Capital, LLC				
2.	. The name and the Florida street address of the registered agent and office are:				
	Timothy J. Crowe				
	(Name)				
	255 Alhambra Circle, Suite 425				
	Florida street address (P.O. Box NOT ACCEPTABLE)				
	Coral Gables, Florida 33134-7400				
	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 appointments 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 for in Chapter 608, F.S..

(Signature)

\$	100.00	Filing Fee for Application
\$	25.00	Designation of Registered Agent
\$	30.00	Certified Copy (optional)
S	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 "ANCHOR POINT CAPITAL, 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 TWENTIETH DAY OF OCTOBER, A.D. 2005.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ANCHOR POINT CAPITAL, LLC" WAS FORMED ON THE THIRD DAY OF JUNE, A.D. 2005.



Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4237775

DATE: 10-20-05

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