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PAGE 01/05

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FLORIDA/FOREIGN LIMITED LIABILITY CO

ML Private Finance LLC

Certificate of Status	0
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Page Count	05
Estimated Charge	\$125.00

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Help

50

05/01/2006 16:38 8502227515  
05/01/2006 12:33 9544760158

CT CORP  
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PAGE 02/05  
PAGE 02/05

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. ML Private Finance LLC  
(Name of Foreign Limited Liability Company)
2. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 13-3905240  
(FBI number, if applicable)
4. 7/9/1996  
(Date of Organization)
5. perpetual  
(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. 800 Scudders Mill Road, 1H, Plainsboro, NJ 08536  
(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:

Please see attached

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:

Securities based lending

Michael Teeter  
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.)

Michael Teeter/Treasurer

Typed or printed name of signer

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PAGE 03/05  
PAGE 03/05

**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:

ML Private Finance LLC

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

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(Name)

1200 South Pine Island Road

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

Plantation

FL 33324

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.*

Barbara A Burke

(Signature)

**BARBARA A. BURKE**

**REGISTERED AGENT CORPORATION**

\$ 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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PAGE 04/05  
PAGE 04/05

**ML PRIVATE FINANCE LLC**  
**MEMBERS**

<u>Name</u>	<u>Title</u>	<u>Addresses</u>
Michael J. Brakey	President	800 Scudders Mill Road, 1G, Plainsboro, NJ 08536
Michael J. Brakey	Vice President	800 Scudders Mill Road, 1G, Plainsboro, NJ 08536
Michael J. Tester	Treasurer	800 Scudders Mill Road, 1G, Plainsboro, NJ 08536
Eric R. Billings	Secretary	4802 Deer Lake Drive East, Jacksonville, FL 32246
Sandra Culver	Assistant Secretary	15 West South Temple, Salt Lake City, UT 84101

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PAGE 05/05  
PAGE 05/05

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ML PRIVATE FINANCE 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 FIRST DAY OF MAY, A.D. 2006.

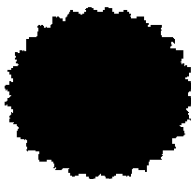
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ML PRIVATE FINANCE LLC" WAS FORMED ON THE NINTH DAY OF JULY, A.D. 1996.

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*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4708592

DATE: 05-01-06