# M0700000747

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02/07/07--01032--015 \*\*125.00

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

FILING COVER SHEET ACCT, #FCA-14

OTERS TRUE **CONTACT:** RICKY SOTO DATE: 02/07/2007 **REF. #:** 000699.63772 CORP. NAME: METAWORTH ASSET MANAGEMENT, LLC ( ) ARTICLES OF INCORPORATION ( ) ARTICLES OF DISSOLUTION ( ) ARTICLES OF AMENDMENT ( ) ANNUAL REPORT ( ) TRADEMARK/SERVICE MARK ( ) FICTITIOUS NAME (XX) FOREIGN QUALIFICATION ( ) LIMITED PARTNERSHIP ( ) LIMITED LIABILITY ( ) MERGER ( ) REINSTATEMENT ( ) WITHDRAWAL ( ) CERTIFICATE OF CANCELLATION ( ) OTHER: STATE FEES PREPAID WITH CHECK# 520158 FOR \$ 125.00 **AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:** COST LIMIT: \$ PLEASE RETURN: ( ) CERTIFIED COPY ( ) CERTIFICATE OF GOOD STANDING (XX) PLAIN STAMPED COPY

Examiner's Initials

( ) CERTIFICATE OF STATUS

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

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN

LIMITED LIABILITY COMPA	ANY TO TRANSACT BUSINESS IN THE	STATE OF FLORIDA:	<u> </u>	2 1
I. MetaWorth Asset	: Management, LLC		7.5	2 8 /
	(Name of Foreign Limited L	iability Company)	1	
2. Delaware (Jurisdiction under the lacompany is organized)	w of which foreign limited liability	· (FEI num	ber, if applicable)	1 PHE 19
4. 11/21/2006 (Date of C	Organization) 5	Perpetual  (Duration: Year limite exist or "perpetual")	d liability company w	72.
	as not yet transacted bus (Date first transacted business in Flo (See sections 608,501 & 608,502 F.S.		ı.) lity)	<del></del>
7. 2715 North Aus	tralian Avenue, Suite A			
West Palm Bear		of Principal Office)		
	(Stiet Addiess	or Principal Office)		
8. If limited liability o	ompany is a manager-managed	company, check here	コ	
9. The name and usual	business addresses of the mana	aging members or man	agers are as follov	vs:
Monica Lee				
2715 North Aus	tralian Avenue, Suite A			-
West Palm Be	ach, FL 33407	·····		
the jurisdiction under the law translation of the certificate u	rtificate of existence, no more than 90 d of which it is organized. (A photocopy nder cath of the translator must be subm	vis not acceptable. If the cer nitted.)	tificate is in a foreign l	anguage, a
11. Nature of business	or purposes to be conducted or	promoted in Florida:	JI WITH DAOR	
;	Signature of a member or an aut In accordance with section 608.408(3), F.:	S., the execution of this docur	ment constitutes	<del></del>
	Monica Lee			
	Typed or printed	name of signee		

### 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.

The name of the Limited Liability Company is:	
MetaWorth Asset Management, LLC	
The name and the Florida street address of the registered agent and office are:	
Rebecca DiStefano, Esq.	
(Name)	
1200 N. Federal Highway, Suite 417	
Florida Street Address (P.O. Box NOT ACCEPTABLE)	
Boca Raton FL 33432	
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.

\$ 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 "METAWORTH ASSET 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 SIXTH DAY OF FEBRUARY, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "METAWORTH ASSET MANAGEMENT, LLC" WAS FORMED ON THE TWENTY-FIRST DAY OF NOVEMBER, A.D. 2006.

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

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Varnet Smith Hindson Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5412373

DATE: 02-06-07