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FILING & SEARCH		June 27, 2007
CFRVICES	CC	ORPORATION NAME (S) AND DOCUMENT NUMBER (
DESETTABLE K		arsh Wealth Management, LLC
Filing Evidence □ Plain/Confirmation	Сору	Type of Document Certificate of Status
☑ Certified Copy		☐ Certificate of Good Standing
		□ Articles Only
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Profit		Amendment
Non Profit		Resignation of RA Officer/Director
Limited Liability		Change of Registered Agent
Domestication		Dissolution/Withdrawal
Other		Merger
OTHER FILINGS		REGISTRATION/QUALIFICATION
Annual Reports		Foreign
Fictitious Name	X	Limited Liability
Name Reservation		Reinstatement
Reinstatement		Trademark
		Other



FLORIDA DEPARTMENT OF STATE Division of Corporations

June 28, 2007

UCC FILING & SEARCH

TALLAHASSEE, FL

SUBJECT: KLING & MARSH WEALTH MANAGEMENT, LLC

Ref. Number: W07000030485

We have received your document for KLING & MARSH WEALTH MANAGEMENT, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$155.00 payment.

The application must contain a statement about the date on which the company first tranacted business in Florida. It could be something like "Date on which company first tranacted business in Florida -- UPON QUALIFICATION."

Or you could state the date on which the company began or will begin transacting business in Florida.

Or if the company has never previously transacted business in Florida, you could simply state that.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr Document Specialist

Letter Number: 107A00042158

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OF STATE OF STATE OF STATE OF CORPORATIONS

TALLAHASSEE, FLORIDA

OT WAS TO

RESUBMISS

PLEASE HONOR ORIGINAL DATE OF SUBMISSION

AS FILE DATE

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

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

First: The name of the foreign limited liability company is: Kling & Marsh Wealth Management, LLC.

Second:

The jurisdiction under the law of which it is organized is New

York.

Third:

The date of organization of the foreign limited liability company is

January 6, 2004.

Fourth:

The foreign limited liability company's duration is perpetual.

Fifth:

The street address of the foreign limited liability company's

principal office is:

130 Allens Creek Road Rochester, New York 14618

Sixth: The name and street address of the foreign limited liability company's registered agent and office in the state of Florida are:

Christian G. Kling 1240 US Highway 1

Suite 100

North Palm Beach, Florida 33408

Seventh: The foreign limited liability company is member-managed. The name usual business address of the sole managing member is:

Joseph C. Marsh 130 Allens Creek Road Rochester, New York 14618

Eighth: The nature of the business or purposes to be conducted or promoted in Florida is to conduct an investment advisory firm. The Limited Liability Company has not commenced business prior to filing the Application for Authorization.

oseph 2. Marsh, III, Member

Sent By: MARSH CAPITAL;

5852562320;

Jun-26-07 4:20PM;

Page 2/2

MD-22- MY IM: 45 FROM-EVANS & FOX LLP

585-241-5989

T-140 P002/002 F-536

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:

Kling & Marsh Wealth Management, LLC

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

Christian G. Kling

(Name)

1240 US Highway1, Suite 100

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

North Palm Beach

- 33408

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 ogree to comply with the provisions of all statutes relating to the proper and complete performance of my duttes, 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

5 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (optional)

\$ 5.00 Certificate of Status (optional)

State of New York Department of State State of New York

I hereby certify, that MARSH CAPITAL MANAGEMENT, LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 01/06/2004, and that the Limited Liability Company is existing so far as shown by the records of the Department.

A Certificate of Amendment MARSH CAPITAL MANAGEMENT, LLC, changing its name to KLING & MARSH WEALTH MANAGEMENT, LLC, was filed 06/20/2007.



Witness my hand and the official seal of the Department of State at the City of Albany, this 20th day of June two thousand and seven.

Daniel Shapiro

Special Deputy Secretary of State

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