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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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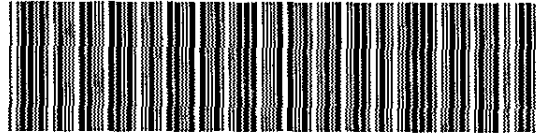
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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W07-34567

T. Hampton JUL 25 2007

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: U. S. Wealth Advisors, LLC
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Christopher Mortara
(Name of Person)

U. S. Wealth Advisors, LLC
(Firm/Company)

139 Wood Road
(Address)

Braintree, MA 02184
(City/State and Zip Code)

For further information concerning this matter, please call:

Christopher Mortara at (781) 849-2900, ext. 231
(Name of Person) (Area Code & Daytime Telephone Number)

MAILING ADDRESS:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

☒ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 17, 2007

CHRISTOPHER MORTARA
U. S. WEALTH ADVISORS, LLC
139 WOOD RD
BRAINTREE, MA 02184

SUBJECT: U. S. WEALTH ADVISORS, LLC
Ref. Number: W07000034182

SECRET/NO COPY STATE
TALLAHASSEE, FLORIDA

07 JUL 25 PM 2:09

RECEIVED

We have received your document for U. S. WEALTH ADVISORS, LLC and your check(s) totaling \$125.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1050.00.

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) 245-6855.

Tammy Hampton
Document Specialist

Letter Number: 707A00045219


U.S. Wealth Advisors, LLC

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301
Att: Tammy Hampton

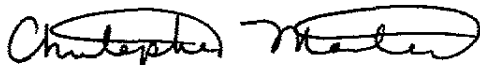
Re: U.S. Wealth Advisors, LLC
Ref. Number: W07000034182

Dear Ms. Hampton:

Per our conversation earlier today Tuesday July 24th, 2007 we discussed the letter sent to me regarding the first date U.S. Wealth Advisors, LLC ("USWA") conducted transactions in the state of Florida. As I mentioned during our conversation I inadvertently entered the date in which USWA became eligible to transact business in Florida which was 1/3/06. However we did not register a branch in the state until 2007 and that branch conducted its first piece of business in January 2007. I have corrected that information and am enclosing it with this letter.

Please contact me if you have any questions regarding this letter.

Best Regards,




Christopher Mortara
VP Investment Operations and Compliance

Enc: Application By Foreign Limited Liability Company For Authorization To
Transact Business In Florida
Copy of Letter

**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 COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. U.S. Wealth Advisors, LLC
(Name of Foreign Limited Liability Company)
2. MA
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 04-3570985
(FEI number, if applicable)
4. 9/26/02
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. January 2007
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. 420 Lincoln Rd. Suite 305
Miami Springs, FL 33139
(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:
Dennis McCarron
139 Wood Road
Braintree, MA 02184
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



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.)

Dennis McCarron

Typed or printed name of signee

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**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:

U.S. Wealth Advisors, LLC - Hernan Bermudez

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

Hernan Bermudez

(Name)

420 Lincoln Rd., Suite 305

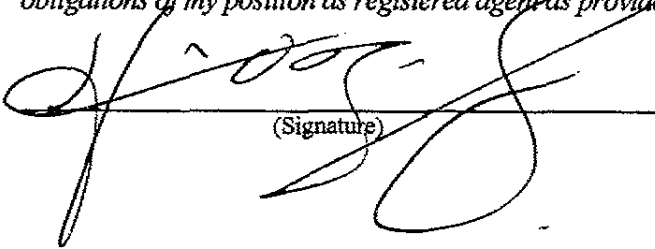
Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Miami Beach,

FL 33139

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)

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "U.S. WEALTH ADVISORS, 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 JUNE, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "U.S. WEALTH ADVISORS, LLC" WAS FORMED ON THE TWENTY-THIRD DAY OF SEPTEMBER, A.D. 2002.

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

3573114 8300

070730866



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5776570

DATE: 06-20-07