

MD7 000004712

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**GATTO, POPE & WALWICK, LLP**

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CERTIFIED PUBLIC ACCOUNTANTS  
CONSULTANTS TO BUSINESS

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May 16, 2007

Registration Section  
Department of Corporations  
PO Box 6327  
Tallahassee, FL 32314

Re: Hansen Capital Management, a Delaware LLC  
Florida Registration

To Whom It May Concern:

Enclosed are documents and payment to register the above LLC in the state of Florida. We trust this submission is complete and acceptable. If you have any questions, please contact me directly on my direct dial telephone number, which is 619-308-8810.

Confirmation of this registration should be sent to us. Thank you for your assistance in this matter.

Regards,



William F. Sheridan, CPA

WFS: slf  
Enclosures:

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SECRETARY OF STATE



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

July 17, 2007

WILLIAM SHERIDAN  
550 WEST C STREET, SUITE 1700  
SAN DIEGO, CA 92101-3568

SUBJECT: HANSEN CAPITAL MANAGEMENT, A DELWARE LLC  
Ref. Number: W07000034154

We have received your document for HANSEN CAPITAL MANAGEMENT, A DELWARE LLC and your check(s) totaling \$130.00. 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) 245-6020.

Tammi Cline  
Document Specialist

Letter Number: 207A00045196

2007 JUL 30 AM 9:22

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**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** HANSEN CAPITAL MANAGEMENT, A DELAWARE 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:

WILLIAM SHERIDAN, CPA  
(Name of Person)

GATTO, POPE & WALWICK, LLP  
(Firm/Company)

550 WEST C STREET, SUITE 1700  
(Address)

SAN DIEGO, CA 92101-3568  
(City/State and Zip Code)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

WILLIAM SHERIDAN, CPA at (619) 282-7366  
(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

HANSEN CAPITAL MANAGEMENT, LLC

July 30, 2007

Ms. Tammi Cline  
Division of Corporations  
Florida Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

Dear Ms. Cline:

I am writing you today regarding Letter Number 207A00045196, Ref. Number W07000034154. After speaking with Mr. Buck Kohr he recommended that I send a note of explanation to you regarding this matter.

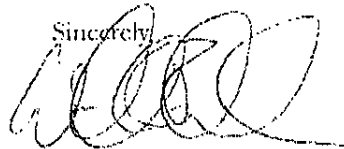
First, I would like to say that I sincerely apologize if our organization was out of compliance in any way with Florida Statutes as this was not our intention. The letter that you sent states:

"...this office collects a civil penalty of \$1,000 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."

I am willing to ask you to please reconsider this civil penalty. One thing to consider, we have not "transacted business or conducted (our) affairs" for a year in Florida. I did register the LLC documentation and articles in Delaware in March/April of 2006 but we did not start doing business until October of 2006 approximately 9 months ago. I never intended to try and avoid paying any fees that we were entitled to pay and are quite ready to make sure that we do what we need to become fully compliant. I am just a one man operation and I have overlooked this requirement unintentionally. I now have a good accountant and we are taking steps to ensure that we are registered and doing business in a compliant manner.

In short, please consider revising the civil penalty and allowing us to register appropriately with our penalty and I assure you we will remain compliant. Thank you for the consideration.

Sincerely,



William J. Dannheim

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2007 JUL 30 AM 9:22

**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. HANSEN CAPITAL MANAGEMENT, A DELAWARE LLC  
(Name of Foreign Limited Liability Company)
2. DELAWARE 3. 74-3167554  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. 03/01/2006 5. PERPETUAL  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. 03/01/2006  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. 1022 PARK ST. Suite 409 32204  
~~2826 GRAND AVENUE~~, JACKSONVILLE, FL ~~32210~~

(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

WILLIAM DANNHEIM

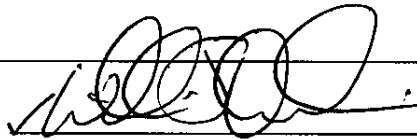
1022 PARK ST Suite 409  
~~2826 GRAND AVENUE~~

32204  
JACKSONVILLE, FL ~~32210~~

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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 TRADING



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.)

WILLIAM DANNHEIM

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.

1. The name of the Limited Liability Company is:

HANSEN CAPITAL MANAGEMENT, A DELAWARE LLC

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

WILLIAM DANNHEIM

(Name)

1022 Park St Suite 409  
~~2826 GRAND AVENUE~~

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

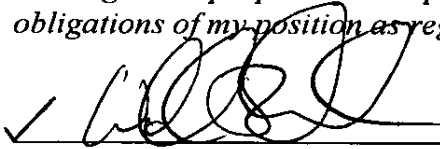
JACKSONVILLE

FL

32204  
~~32218~~

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)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HANSEN CAPITAL MANAGEMENT, L.L.C." 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 FIFTH DAY OF APRIL, A.D. 2007.



4117493 8300

070317182

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5569260

DATE: 04-05-07