

MO8000001363

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500119095415

03/18/08--01001--004 **1263.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 MAR 17 PM 2:05

CF 125.00

Admin 1,138.75

B. Tadlock MAR 21 2008



CAHILL/WINK LLP

March 13, 2008

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Application by Foreign Limited Liability Company For Authorization to Transact
Business in Florida:
DEPFA First Albany Securities LLC

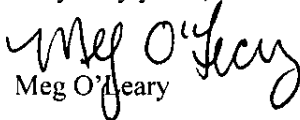
Dear Sir or Madame:

Enclosed please find an APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA for the above-referenced limited liability company for filing with your office along with a completed COVER LETTER and an original CERTIFICATE OF GOOD STANDING dated March 4, 2008.

Also enclosed is a CHECK made out to the "Florida Department of State" in the amount of \$1,263.75 to cover the \$125 filing fee and a penalty for late filing of \$1,138.75 (\$1,000 penalty + 138.75 Annual Report Fee).

If you have any questions or requests for further documentation, please feel free to call me at (518) 584-1991.

Very truly yours,


Meg O'Leary

Enclosures

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: DEPFA First Albany Securities 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:

Meg O'Leary
(Name of Person)

c/o Cahill/Wink LLP
(Firm/Company)

60 Railroad Place, Suite 202
(Address)

Saratoga Springs, NY 12866
(City/State and Zip Code)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 MAR 17 PM 2:05

For further information concerning this matter, please call:

Meg O'Leary at (518) 584-1991
(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

**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 TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:

1. DEPFA First Albany Securities LLC

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. New York

(Jurisdiction under the law of which foreign limited liability company is organized)

3. 43-2117279

(FEI number, if applicable)

4. December 8, 2006

(Date of Organization)

5. Perpetual

(Duration: Year limited liability company will cease exist or "perpetual")

6. September 17, 2007

(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 623 Fifth Avenue, 22nd Floor, New York, NY 10022

(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here ☒

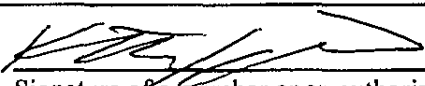
9. The name and usual business addresses of the managing members or managers are as follows:

Managers: Kenneth D. Gibbs, Kieran Walsh, Dermot Cahillane, and Bo Heide-Ottosen

623 Fifth Avenue, 22nd Floor, New York, NY 10022

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: Public finance,
investment banking, and institutional sales services


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.)

Kenneth D. Gibbs

Typed or printed name of signer

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 MAR 17 PM 2:05

**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:

DEPFA First Albany Securities LLC

If name unavailable, the alternate name to be used in the state of Florida is:

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

Corporation Service Company

(Name)

1201 Hays Street

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

Tallahassee

FL

32301

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.

Corporation Service Company

BY: Mary J. Laola, Asst. Secretary

(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

08 MAR 17 PM 2:05

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

State of New York
Department of State } ss:

I hereby certify, that DEPFA SECURITIES LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 12/08/2006, and that the Limited Liability Company is existing so far as shown by the records of the Department.

A Certificate of Amendment DEPFA SECURITIES LLC, changing its name to DEPFA FIRST ALBANY SECURITIES LLC, was filed 09/14/2007.

*WITNESS my hand and the official seal
of the Department of State at the City of
Albany, this 04th day of March two
thousand and eight.*

200803050003 63

