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SECRETARY OF STATE
TAIL AHASSEE, FLORIDA

M. Thomas MAY

COVER LETTER

Registration Section Division of Corporations

TO:

SUBJECT: EMPIRE VENTURE CAPITAL	., LLC.
	Limited Liability Company)
The enclosed "Application by Foreign Limited Florida," Certificate of Existence, and check are liability company to transact business in Florida.	Liability Company for Authorization to Transact Business in re submitted to register the above referenced foreign limited la
Please return all correspondence concerning th	is matter to the following:
RHONDA A. ANDERSON	(Name of Person) A. (Firm/Company)
	(Name of Person)
	· · · · · · · · · · · · · · · · · · ·
RHONDA A. ANDERSON, P.	A. Sold Final Control of the Control
	(Firm/Company)
2655 South LeJeune Road, S	Guite 540
	(Address)
Coral Gables, FL 33134	
(City	y/State and Zip Code)
For further information concerning this matter,	please call:
RHONDA A. ANDERSON	at (305) 567-3004
(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: \$\sum_\$125.00 \text{Filing Fee} \sum_\$130.00 \text{Filing Fe} Certification	e & \$\sum_\$155.00 Filing Fee & \$\sum_\$\$160.00 Filing Fee, Certificate te of Status



May 5, 2008

RHONDA A. ANDERSON 2655 SOUTH LEJEUNE ROAD, STE 540 CORAL GABLE, FL 33134

SUBJECT: EMPIRE VENTURE CAPITAL, LLC

Ref. Number: W08000022488

We have received your document for EMPIRE VENTURE CAPITAL, LLC and your check(s) totaling \$160.00. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 245-6097.

Marsha Thomas Regulatory Specialist II Letter Number: 308A00028597

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. EMPIRE VENTURE CAPITAL, LLC.	
(Name of Foreign Limited Liability Company; must include	de "Limited Liability Company," "L.L.C.," or "LLC.")
EMPIRE VENTURE CAPITAL COMPANY, LLC.	
(If name unavailable, enter alternate name adopted for the purpos consent of the managers or managing members adopting the alter Company," "L.L.C.," "LLC.")	e of transacting business in Florida and attach a copy of the written nate name. The alternate name must include "Limited Liability
2. DELAWARE 3.	26-2482986
(Jurisdiction under the law of which foreign limited liability company is organized)	PERPETUAL (Duration: Year limited liability company will a light or "perpetual")
4. APRIL 25, 2008 5.	PERPETUAL PA
(Date of Organization)	
6. NOT APPLICABLE	HQ 3
(Date first transacted business in Flo (See sections 608.501 & 608.502 F.S.	rida, if prior to registration.) to determine penalty liability)
7. 1534 Palancia Avenue	B = -
Coral Gables, FL 33146	
(Street Address of	of Principal Office)
8. If limited liability company is a manager-managed	company, check here
9. The name and usual business addresses of the mana	iging members or managers are as follows:
Obed Hernandez, 1534 Palancia Ave., Coral C	Gables, FL 33146; Arturo V. Hernandez, 2937
SW 27 Ave., Ste 101, Miami, FL 33133; Edwar	rd T. Larios, 1520 Oneonta Knoll, S. Pasadena
CA 91030; William Fernandez, 3812 Legion La	ane, Los Angeles, CA 90039
10. Attached is an original certificate of existence, no morethan 90 d the jurisdiction under the law of which it is organized. (A photocopy translation of the certificate under oath of the translator must be subm	
11. Nature of business or purposes to be conducted or	promoted in Florida: real estate
Signature of a mile	hariand representative of a period
(In accordance with section 608,408(3), F.:	horized representative of a member. S., the execution of this document constitutes
an affirmation under the penalties of perju	ry that the facts stated herein are true.)
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:	
EMPIRE VENTURE CAPITAL, LLC.	0
If name unavailable, the alternate name to be used in the state of Florida is: EMPIRE VENTURE CAPITAL COMPANY, LLC	SECRETARI TALLAHASS
2. The name and the Florida street address of the registered agent and office are:	OF STATE
RHONDA A. ANDERSON	Su.
(Name)	
2655 S. LeJeune Road, Suite 540	
Florida Street Address (P.O. Box NOT ACCEPTABLE)	
Coral Gables, FL 33134 FL	
City/State/Zip	

Having been named as registered agent and to accept service of process for the above stated limited tiability 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 yoliganans 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)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EMPIRE VENTURE CAPITAL, 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 TWENTY-FIFTH DAY OF APRIL, A.D. 2008.

4538658 8300

080469129

Harriet Smith Windsor, Secretary of State AUTHENTICATION: 6547559

AUTHENTICATION: 6547559

DATE: 04-25-08

You may verify this certificate online at corp.delaware.gov/authver.shtml