080000002224

Florida Department of State

Division of Corporations Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H08000127451 3)))



Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

Division of Corporations

Fax Number : (850)617-6383

Prom:

Account Name : C T CORPORATION SYSTEM

Account Number : FCA000000023

Phone : (850)222-1092

Fax Number

: (850)878~5926

FLORIDA/FOREIGN LIMITED LIABILITY CO.

Sun Capital Securities Group III, LLC

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$125.00

Electronic Filing Menu

Corporate Filing Merty AMPTON leip

MAY 1 3 2008

5/12/2008

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

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

1. SUN CAPTIAL SECURITIES GROUP III, 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 vocasent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liabili Company," "L.L.C.," "LLC.")	vritten Cy		
2. DELAWARE 3. 26-2428471			
(Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized)			
4. April 7, 2008 5. PERPETUAL			
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")			
6. UPON QUALIFICATION			
(Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability)			
5200 TOWN CENTER CIRCLE, SUITE 600			
BOCA RATON, FL 33486	MAY		
(Street Address of Principal Office)	2		
8. If limited liability company is a manager-managed company, check here			
The name and usual business addresses of the managing members or managers are as follows:			
SUN CAPITAL SECURITIES FUND III, LP	2		
5200 TOWN CENTER CIRCLE, SUITE 600			
BOCA RATON, FL 33486			
10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of receive the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign lauguage, a ranslation of the certificate under oath of the translator must be submitted.)	urds in		
11. Nature of business or purposes to be conducted or promoted in Florida: ANY AND ALL LAWFU	L		
PURPOSES			
,			
Marc Stajaco			
Signature of a member or an authorized representative of a member. (In apportance with section 603.408(3), F.S., the execution of this document constitutes			

MARK HAJDUCH, AUTHORIZED REPRESENTATIVE

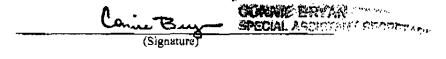
Typed or printed name of signee

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 Com	гралу is:	•	
SUN CAP	ITAL SECURITIES G	ROUP III, LL	С	
If name unava	illable, the alternate name to	be used in the sta	te of Florida is:	
2. The name a	and the Florida street address	s of the registered	agent and office are:	
	CT CORPORATIO	N SYSTEM		
		(Name)		
1200 SOUTH PINE ISLAND ROAD				
	Florida Street Ad	idress (P.O. Box <u>NO</u>	T ACCEPTABLE)	
	PLANTATION	EL.	33324	
		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.



\$ 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 "SUN CAPITAL SECURITIES GROUP III, 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 EIGHTH DAY OF MAY, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

4530367 8300

080523300

verify this certificate online

Darriet Smith Hindren

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6579348

DATE: 05-08-08