

M09000001619

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

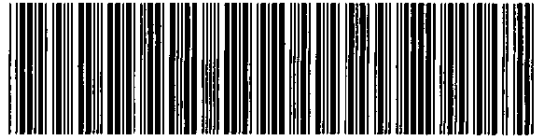
Certified Copies

Certificates of Status

Special Instructions to Filing Officer:

W090000020340

Office Use Only



800153083588

04/29/09--01024--027 **130.00

05/04/09--01006--005 **1138.75

CORAFOR

B. KOHR

MAY - 4 2009

EXAMINER

FILED
09 APR 29 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HARRIS CRAMER LLP

Attorneys At Law



1555 Palm Beach Lakes Boulevard, Suite 310
West Palm Beach, FL 33401-2327

Tel: 561.478.7077

Fax: 561.659.0701

www.harriscramer.com

April 28, 2009

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

VIA FEDEX

09 APR 29 AM 9:15
FILED
TALLAHASSEE, FLORIDA

Re: HD Capital Holdings LLC

Dear Sir or Madam:

Attached please find the following documents for HD Capital Holdings LLC to be filed Wednesday, April 29, 2009, for authorization to transact business in the State of Florida:

1. Cover Letter;
2. Executed Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida;
3. Executed Certificate of Designation of Registered Agent/Registered Office; and
4. Certificate of Good Standing form the State of Delaware.

Also enclosed is a check in the amount of \$130.00 representing the filing fee and certificate of status. If you have any questions or concerns, please call the undersigned immediately.

Very truly yours,

Dorothy F. Markowski
Legal Assistant

Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 30, 2009

DOROTHY F. MARKOWSKI
HARRIS CRAMER LLP
1555 PALM BEACH LAKES BLVD., SUITE 310
WEST PALM BEACH, FL 33401-2327

SUBJECT: HD CAPITAL HOLDINGS LLC
Ref. Number: W09000020340

FILED
09 APR 29 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for HD CAPITAL HOLDINGS 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:

Please note that we have RETAINED your \$130.00 payment.

The application indicates that this company began transacting business in Florida on May 1, 2008.

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 \$1,138.75.

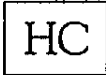
If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr
Regulatory Specialist II

Letter Number: 609A00014578

HARRIS CRAMER LLP

Attorneys At Law



1555 Palm Beach Lakes Boulevard, Suite 310
West Palm Beach, FL 33401-2327

Tel: 561.478.7077
Fax: 561.659.0701

www.harriscramer.com

April 30, 2009

Mr. Buck Kohr
New Filing Section
Division of Corporation
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

VIA FEDEX

FILED
09 APR 29 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Re: HD Capital Holdings LLC
Money4Gold Holdings, Inc.**

Dear Mr. Kohr:

As we discussed, enclosed please find two checks made payable to the Florida Department of State as follows:

1. \$1,138.75 representing the \$1,000.00 penalty and the \$138.75 Annual Report filing fee for HD Capital Holdings LLC; and
2. \$1,150.00 representing the \$1,000.00 penalty and the \$150.00 Annual Report filing fee for Money4Gold Holdings, Inc.

Please deliver the Money4Gold Holdings, Inc. penalty fee check to Maryanne Dicky as she is handling the Money4Gold Holdings, Inc. filing. Please call me with any questions that you may have.

Also, please confirm with Maryanne that we will be receiving a filing date of April 29, 2009 (the date the application was received by the Department of State).

Very truly yours,

Dorothy F. Markowski
Legal Assistant

Enclosures

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: HD Capital Holdings 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:

Daryl B. Cramer, Esq.
(Name of Person)

Harris Cramer LLP
(Firm/Company)

1555 Palm Beach Lakes Blvd., Ste. 310
(Address)

West Palm Beach, FL 33401
(City/State and Zip Code)

FILED
09 APR 29 AM 9:15
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Daryl B. Cramer at (561) 478-7077
(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 TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. HD Capital Holdings 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. Delaware

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

3. 33-1204957

(FEI number, if applicable)

4. February 14, 2008

(Date of Organization)

5. Perpetual

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

6. May 1, 2008

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

7. 595 S. Federal Highway, Suite 600

Boca Raton, FL 33432

(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:

Scott Frohman, 123 NW 13th Street, Suite 300, Boca Raton, FL 33432

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: Any lawful activity for which

a Limited Liability Company may be formed under the Limited Liability statutes in the State of Delaware


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.)

Money4Gold, Inc., Member, by Scott Frohman, Chairman of the Board

Typed or printed name of signee

FILED
APR 29 AM 9:15
TALLAHASSEE, FLORIDA

**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:

HD Capital Holdings 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:

Harris Cramer LLP

(Name)

1555 Palm Beach Lakes Blvd., Suite 310

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


West Palm Beach

FL

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.

Harris Cramer LLP by Daryl Cramer & Associates, P.A., its Partner
By Daryl B. Cramer, President



(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, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HD CAPITAL HOLDINGS 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 FIFTH DAY OF MARCH, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HD CAPITAL HOLDINGS LLC" WAS FORMED ON THE FOURTEENTH DAY OF FEBRUARY, A.D. 2008.


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

4505022 8300

090239499



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7168833

DATE: 03-05-09