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To:

Division of Corporations

Fax Number : (850) 617-6383

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Account Number : FCA000000023 : (850)222-1092 Phone : (850)878-5368 Fax Number

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### Foreign Limited Liability Company IC Offshore Advisor LLC

Certificate of Status	U
Certified Copy	0
Page Count	05
Estimated Charge	\$125.00

AUG 1 9 2010

**EXAMINER** 

#### COVER LETTER

BJECT:	IC OFFSHORE ADVISOR LLC	
131.00	Name of Limited Liability Company	
	plication by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certifick are submitted to register the above referenced foreign limited liability company to transact business in	
se return all co	orrespondence concerning this matter to the following:	
* *	Gary Siegler	
	Name of Person	
_	Indian Creek Asset Management	
	Firm/Company	
_	1170 Kane Concourse, Suite 301	
	Address	
_	Bay Harbor Island, FL 33154	
; ;	City/State and Zip Code	
	gary@icasset.com  E-mail address: (to be used for future surved report notification)	
• •		
further informs	ation concerning this matter, please call:	
	Gary Siegler at ( 786 ) 363-8280	
	Name of Person Area Code & Daytime Telephone Number	
	IG ADDRESS: STREET ADDRESS:	
	of Corporations Division of Corporations Ion Section Registration Section	
P.O. Box	6327 Clifton Building	
Tallahasso	2661 Executive Center Circle Tallahassee, FL 32301	
losed is a ch	heck for the following amount:	

Registration Section

2010 AUG 18 AM . 8: 83

## APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION FOR STATE TRANSACT BUSINESS IN FLORIDA TALL AHASSEE, 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:

	(Name of Foreign Limited Lh	ability Company)
	•	
Delaware		
urisdiction under the law of wh	ich foreign limited liability	(FEI number, if applicable)
ompany is organized)		
August 5, 2010	•	Perpenual
(Date of Organiza		(Duration: Year limited liability company will cease to
	• •	exist or "perpetual")
Jpon Piling		
	irst transacted business in Flor	de if and as to market miles
(See sect	ions 608.501 & 608.502 F.S. to	o determine penalty liability)
,		, , , , , , , , , , , , , , , , , , ,
170 Kana Concourse, Suite 301	, Bay Harbor Island, FL 33154	
	(Street Address of	Principal Office)
		<u>_</u>
f limited liability company	is a manager-managed c	ompany, check here
• • •	ss addresses of the manag	ring members or managers are as follows:
• • •	ss addresses of the manag	ging members or managers are as follows:
The name and usual busine		<del>-</del>
• • •		<del>-</del>
The name and usual busine		<del>-</del>
The name and usual busine		<del>-</del>
The name and usual busine		<del>-</del>
The name and usual busine Gary Siegler - 1170 Kane Con-		<del>-</del>
The name and usual busine Gary Siegler - 1170 Kane Con-	course, Suite 301, Bay Harbor	Island, FL 33154
The name and usual busine Gary Siegler - 1170 Kane Con Attached is an original certific	course, Suite 301, Bay Harbor	Island, FL 33154  an 90 days old, duly authenticated by the official havin
The name and usual busine Gary Siegler - 1170 Kane Con Attached is an original certifically of records in the jurisdict	cate of existence, no more the	an 90 days old, duly authenticated by the official having is organized. (A photocopy is not acceptable. If the c
The name and usual busine Gary Siegler - 1170 Kane Con Attached is an original certifically of records in the jurisdict	cate of existence, no more the	Island, FL 33154  an 90 days old, duly authenticated by the official havin
The name and usual busine Gary Siegler - 1170 Kane Con Attached is an original certifically of records in the jurisdict	cate of existence, no more the	an 90 days old, duly authenticated by the official having is organized. (A photocopy is not acceptable. If the c
The name and usual busine Gary Siegler - 1170 Kane Cond Attached is an original certifically of records in the jurisdict a foreign language, a tran	course, Suite 301, Bay Harbor sate of existence, no more that ion under the law of which it slation of the certificate u	an 90 days old, duly authenticated by the official having is organized. (A photocopy is not acceptable. If the onder oath of the translator must be submitted.)
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The name and usual busine Gary Siegler - 1170 Kane Con- Attached is an original certific dy of records in the jurisdict a foreign language, a tran Nature of business or purp	course, Suite 301, Bay Harbor sate of existence, no more the ion under the law of which it slation of the certificate u	an 90 days old, duly authenticated by the official having is organized. (A photocopy is not acceptable. If the onder oath of the translator must be submitted.)
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The name and usual busine Gary Siegler - 1170 Kane Condition of Siegler - 1170 Kane Condition of records in the jurisdict a foreign language, a transplanter of business or purposestments and in any other law	cate of existence, no more that on under the law of which it is slation of the certificate unless to be conducted or putil acts or activities for which it	an 90 days old, duly authenticated by the official having is organized. (A photocopy is not acceptable. If the conder oath of the translator must be submitted.)  Fromoted in Florida: To engage in private  LLC's may be formed in the State of Florida
The name and usual busine Gary Siegler - 1170 Kane Conditional	cate of existence, no more that on under the law of which it is slation of the certificate under the conducted or puril acts or activities for which it is of a member or an author of a member or an author.	an 90 days old, duly authenticated by the official having its organized. (A photocopy is not acceptable. If the conder oath of the translator must be submitted.)  bromoted in Florida: To engage in private  LLC's may be formed in the State of Florida  orized representative of a member.
The name and usual busine Gary Siegler - 1170 Kane Condition of Siegler - 1170 Kane Condition of records in the jurisdict a foreign language, a transvertments and in any other law Signatur (In accord	cate of existence, no more that on under the law of which it is slation of the certificate under the conducted or property acts of a recember or an authorize with acction 608.409(3), F.S.	an 90 days old, duly authenticated by the official having its organized. (A photocopy is not acceptable. If the conder oath of the translator must be submitted.)  Fromoted in Florida: To engage in private  LLC's may be formed in the State of Florida  orized representative of a member.  the execution of this document constitutes
The name and usual busine Gary Siegler - 1170 Kane Condition of Siegler - 1170 Kane Condition of records in the jurisdict a foreign language, a transvertments and in any other law Signatur (In accord	cate of existence, no more that on under the law of which it is slation of the certificate unless to be conducted or purify acts or activities for which it is of a member or an authorize with action 688.408(3), F.S. tion under the penalties of perjury	an 90 days old, duly authenticated by the official having its organized. (A photocopy is not acceptable. If the conder oath of the translator must be submitted.)  bromoted in Florida: To engage in private  LLC's may be formed in the State of Florida  orized representative of a member.

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2010 AUG 18 AM & 58

SECRETARY OF STATE TABLAHASSEE: 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:			
IC OFFSHORE ADVISOR LLC				
2. The name	and the Florida street address of the registered agent and office are:			
	Gury Siegles			
	(Name)			
	1170 Kane Concourse, Suite 301			
	Florida Street Address (P.O. Box NOT ACCEPTABLE)			
	Bay Harbor Island, FL 33154			
	City/State/Zip			
:!	$\cdot$			
liability comp agent and agr relating to the	named as registered agent and to accept service of process for the above stated limited any at the place designated in this certificate, I hereby accept the appointment as registered ree to act in this capacity. I further agree to comply with the provisions of all statutes a proper and complete performance of my duttes, and I am familiar with and accept the 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, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "IC OFFSHORE ADVISOR 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 SEVENTEENTH DAY OF AUGUST, A.D. 2010.

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

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4856889 8300

100836388

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

AUTHENTICATION: 8177482

DATE: 08-17-10