

OCT 28 2011 5:05 PM  
Division of Corporations

GUNSTER

572

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M11000065459

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

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To: Division of Corporations  
Fax Number : (850) 617-6383

From: Account Name : GUNSTER, YOKLEY, ETAL. (WEST PALM BEACH)  
Account Number : 076117000420  
Phone : (561) 650-0728  
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TALLAHASSEE, FLORIDA

Foreign Limited Liability Company  
MDG Securities Investments LLC

Certificate of Status	1
Certified Copy	1
Page Count	03(5)
Estimated Charge	\$160.00

10/28/2011

Attached per your 10/20/2011 letter (also attached) is Application, including RA/RO acceptance, and DE Certificate of Status.

Thank you,

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TALLAHASSEE, FLORIDA

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October 20, 2011

FLORIDA DEPARTMENT OF STATE

Division of Corporations

GUNSTER YOAKLEY ET AL (WEST PALM BEACH)

SUBJECT: MDG SECURITIES INVESTMENTS LLC  
REF: W11000053755

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

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.

If you have any further questions concerning your document, please call (850) 245-6855.

Tammy Hampton  
Regulatory Specialist II  
Registration/Qualification Section

FAX Aud. #: H11000252334  
Letter Number: 411A00024004

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. The name of the foreign limited liability company is MDG SECURITIES INVESTMENTS LLC (the "Company").
2. The jurisdiction under the law of which the Company is organized is Delaware.
3. The Company's federal employer identification number is 27-3606056.
4. The date of organization of the Company in the State of Delaware is May 20, 2009.
5. The duration of the Company is perpetual.
6. The date the Company first transacted business in Florida is January 1, 2011.
7. The street address of the principal office of the Company in Florida is 777 South Flagler Drive, Suite 801E, West Palm Beach, Florida 33401.
8. The Company is manager-managed.
9. The name and business address of the Manager of the Company are:

EVERGREEN ADVISORS LLC, a Delaware limited liability  
company authorized to transact business in Florida  
c/o Gruss & Co.  
777 South Flagler Drive, Ste. 801-E  
West Palm Beach, FL 33401

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TALLAHASSEE, FLORIDA

10. Attached is an original certificate of existence, no more than ninety (90) days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized.
11. The nature of the Company's business or purpose to be conducted or promoted in Florida is any and all lawful business.

  
ADI RAPPOPORT  
Authorized Representative

(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. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in section 817.155, F.S.)

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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 foreign limited liability company is MDG SECURITIES INVESTMENTS LLC.
2. The name and the Florida street address of the registered agent and office are:

EVERGREEN ADVISORS LLC, a Delaware limited liability company  
authorized to transact business in Florida  
c/o Gruss & Co.  
777 South Flagler Drive, Ste. 801E  
West Palm Beach, Florida 33401

Having been named as registered agent and to accept the service of process for the above-stated limited liability company at the place designated in the Certificate, EVERGREEN ADVISORS LLC hereby accepts the appointment as registered agent and agrees to act in this capacity. EVERGREEN ADVISORS LLC further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and EVERGREEN ADVISORS LLC is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, Florida Statutes.

EVERGREEN ADVISORS LLC, a Delaware  
limited liability company authorized to transact  
business in Florida, Registered Agent

By:   
Bhash Lalta, Vice President Administration

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

# Delaware

PAGE 1

## *The First State*

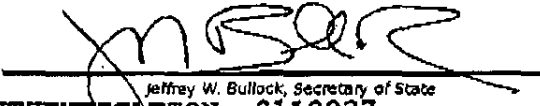
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MDG SECURITIES INVESTMENTS LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FOURTH DAY OF OCTOBER, A.D. 2011.



4689673 8300

111113234

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 9112237

DATE: 10-24-11