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(Requestor's Name)

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(City/State/Zip/Phone #)

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MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

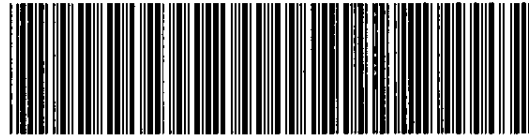
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JAN 11 2012

EXAMINER



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12/05/11--01035--006 **155.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 DEC -5 PM 4:30



FLORIDA DEPARTMENT OF STATE
Division of Corporations

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 DEC -5 PM 4:30

December 6, 2011

DAVID A. BOLTE
FCSTONE, LLC
2829 WESTOWN PARKWAY, SUITE 100
WEST DES MOINES, IA 50266

SUBJECT: FCSTONE, LLC
Ref. Number: W11000060927

We have received your document for FCSTONE, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of your limited liability company is not available in the state of Florida since it is the same as, or it is not distinguishable from the name of an existing entity on our records. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a foreign limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations. Therefore, the limited liability company must select an alternate name for use in the state of Florida. Also, please note that adding "of Florida" or "Florida" to the end of the name is not acceptable.

Please insert the alternate name in the space provided on the application form. You must also attach a copy of the written consent of the managers or managing members adopting the alternate name for Florida. For your convenience, we are enclosing a fill-in-the-blank form for you to complete and return to our office for processing.

The alternate name must end with the words "Limited Liability Company," the abbreviation "L.L.C.," or the designation "LLC." The word "Limited" may be abbreviated as "Ltd." and the word "Company" may be abbreviated as "Co." The following suffixes are no longer acceptable: "Limited Company," "L.C.," and "LC".

The existing entity with a similar name is FC STONE INC. -- Document Number P11000059785.

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) 245-6914.

Buck Kohr
Regulatory Specialist II

Letter Number: 911A00027195

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 DEC -5 PM 30

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: FCStone, 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:

David A. Bolte

Name of Person

FCStone, LLC

Firm/Company

2829 Westown Parkway - Suite 100

Address

West Des Moines, IA 50266

City/State and Zip Code

david.bolte@intlfcstone.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

David A. Bolte

Name of Person

at (515)

223-3797

Area Code & Daytime Telephone Number

MAILING ADDRESS:

Division of Corporations
Registration Section
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:

Division of Corporations
Registration Section
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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 DEC -5 PM 4:30

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. FCStone, LLC

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")
FCStone Latin America, 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. Iowa

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

3. 42-1091210

(FEI number, if applicable)

4. January 31, 2000

(Date of Organization)

5. Perpetual

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

6. _____

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

7. 1251 NW Briarcliff Parkway - Suite 800

Kansas City, MO 64116

(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:

Paul G. Anderson, 1251 Briarcliff Parkway-Suite 800, Kansas City, MO 64116

Peter J. Nessler, 2829 Westown Pkwy-Suite 100, West Des Moines, IA 50266

David A. Bolte, 2829 Westown Pkwy-Suite 100, West Des Moines, IA 50266

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: _____

Futures Commission Merchant

David A. Bolte, Secretary
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. 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 s.817.155, F.S.)

David A. Bolte

Typed or printed name of signee

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
DEC 13 PM 4:30

**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:

FCStone, LLC

If unavailable, the alternate to be used in the state of Florida is:

FCStone Latin America, LLC

2. The name and the Florida street address of the registered agent and office are:

Brian T. Sephton

(Name)

329 Park Avenue North - Suite 350

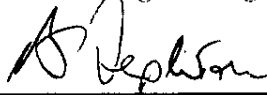
Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Winter Park

FL 32789

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.



(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

**WRITTEN CONSENT IN LIEU OF A MEETING OF THE
BOARD OF DIRECTORS OF FCSTONE, LLC**

The Board of Directors of FCStone, LLC (the "Company") hereby adopts the following resolutions by unanimous written consent as allowed by Section 2.15 of the Company's Operating Agreement, as amended:

WHEREAS, the undersigned members of the Board of Directors of FCStone, LLC desire that the action expressed in the Resolutions hereafter shall be taken by the Board,

NOW, THEREFORE each of the undersigned members of the Board of Directors of FCStone, LLC hereby adopts and consents to the taking of the following action as set forth in the following Resolutions and consents to the actions thereby taken, all in lieu of a special meeting of the Board, and all as of the date hereof.

BE IT RESOLVED, that since the name of the Company does not satisfy the requirements of Section 608.406 of the Florida statutes, the Company hereby adopts the following name to transact business in the state of Florida:

FCStone Latin America, LLC

BE IT FURTHER RESOLVED, that the Secretary or Assistant Secretary of the Company is authorized to certify a copy of this resolution and is directed to deliver the copy of the resolution to the applicable Secretary of State for filing.

/s/ Paul G. Anderson 12/19/11
Paul G. Anderson, Director Date

/s/ William J. Dunaway 12/19/11
William J. Dunaway, Director Date

/s/ Xuong Nguyen 12/28/11
Xuong Nguyen, Director Date

**IOWA SECRETARY OF STATE
MATT SCHULTZ**



Date: 11/29/2011

CERTIFICATE OF EXISTENCE

Name: FCSTONE, LLC (489DLC - 237010)

Date of Incorporation: 1/31/2000

Duration: PERPETUAL

I, Matt Schultz, Secretary of State of the State of Iowa, custodian of the records of incorporations, certify that the limited liability company named on this certificate is in existence and was duly incorporated under the laws of Iowa, that all fees required by the Iowa Revised Uniform Limited Liability Company Act have been paid by the limited liability company, that the most recent biennial corporate report required has been filed by the Secretary of State, and that articles of dissolution have not been filed.

Certificate ID: **CS60764**

To validate certificates visit:

www.sos.state.ia.us/ValidateCertificate

A handwritten signature in black ink, appearing to read "Matt Schultz", is written over a horizontal line.

Matt Schultz
Iowa Secretary of State