

Division of Corporations

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

From:
Account Name : C T CORPORATION SYSTEM
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Phone : (850) 222-1092
Fax Number : (850) 878-5368

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

**LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
KNIGHT CAPITAL AMERICAS LLC**

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$25.00

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14 JAN -9 PM 1:26
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Corporate Filing Menu

Help

JAN 10 2014
D. TRUCE

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Knight Capital Americas LLC
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Legal Dept.
Name of Person

KCG Americas LLC
Firm/Company

545 Washington Blvd., 3rd Floor
Address

Jersey City, NJ 07310
City/State and Zip Code

ksmith@knight.com
E-mail address: (to be used for future annual report notification)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

For further information concerning this matter, please call:

Kathryn Smith at (201) 356-1553
Name of Person Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

- ☐ \$25 Filing Fee ☐ \$30 Filing Fee & Certificate of Status ☐ \$55 Filing Fee & Certified Copy ☐ \$60 Filing Fee, Certificate of Status & Certified Copy

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

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: Knight Capital Americas LLC
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: 2/27/2012

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? 12/31/13
5. New name of the limited liability company: KCG Americas LLC
(must end with "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 end with "Limited Liability Company," "L.L.C." or "LLC.")

6. If the amendment changes the period of duration, indicate new period of duration:

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. If the amendment corrects any false statement, indicate the statement being corrected and the correction:

9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

Andrew M. Greenstein
Signature of a member or the authorized representative of a member

Andrew M. Greenstein, Authorized Person, Knight Capital Holdings LLC (Sole Member)

Typed or printed name of signee

Filing Fee: \$25.00

2014 JAN - 9 AM 10:18

FILED

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "KNIGHT CAPITAL AMERICAS LLC", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "KCG AMERICAS LLC", THE TWENTIETH DAY OF DECEMBER, A.D. 2013, AT 7:44 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2013, AT 11:58 O'CLOCK P.M.

FILED
2014 JAN -9 AM 10:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA

4650864 8320

140023997

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1042831

DATE: 01-08-14

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "KNIGHT CAPITAL AMERICAS LLC", CHANGING ITS NAME FROM "KNIGHT CAPITAL AMERICAS LLC" TO "KCG AMERICAS LLC", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF DECEMBER, A.D. 2013, AT 7:44 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2013, AT 11:58 O'CLOCK P.M.

FILED
2014 JAN -9 AM 10:18
SECRETARY OF STATE
HALLAHASSEE-FLORIDA

4650864 8100

131463089

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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1011725

DATE: 12-24-13

State of Delaware
Secretary of State
Division of Corporations
Delivered 07:44 PM 12/20/2013
FILED 07:44 PM 12/20/2013
SRV 131463089 - 4650864 FILE

CERTIFICATE OF AMENDMENT

TO

CERTIFICATE OF FORMATION

OF

KNIGHT CAPITAL AMERICAS LLC

Pursuant to Section 18-202 of the
Delaware Limited Liability Company Act

1. The name of the limited liability company is Knight Capital Americas LLC (the "Company").

2. The Certificate of Formation of the Company is hereby amended to change the name of the Company to KCG Americas LLC.

3. Accordingly, Article 1. of the Certificate of Formation shall, as amended, read as follows:

"1. The name of the limited liability company is KCG Americas LLC."

4. This Certificate of Amendment to the Certificate of Formation shall be effective as of December 31, 2013 at 11:58 p.m. (Eastern Time.)

IN WITNESS WHEREOF, the undersigned authorized person has executed this Certificate of Amendment this 20th day of December, 2013.

Knight Capital Americas LLC

By: Andrew M. Greenstein
Name: Andrew M. Greenstein
Title: Managing Director, Deputy General Counsel & Secretary

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TALAHASSEE FLORIDA