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(Requestor's Name)

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(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

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MAIL

\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



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RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATION  
2014 SEP 30 PM 4:13  
TO ADVANCE  
SUFFICIENCY OF FILING

FILED  
2014 SEP 30 PM 2:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

OCT - 6 2014

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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

October 1, 2014

CSC  
COURTNEY WILLIAMS

SUBJECT: PIERPONT CAPITAL HOLDINGS LLC  
Ref. Number: W14000059781

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

Effective January 1, 2014, all limited liability company forms must be submitted in accordance with the Revised Limited Liability Company Act, Chapter 605, Florida Statutes.

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) 245-6051.

Neysa Culligan  
Regulatory Specialist II

Letter Number: 914A00020948

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TALLAHASSEE, FLORIDA

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CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 319535 7794289

AUTHORIZATION :

COST LIMIT : \$125.00

ORDER DATE : September 30, 2014

ORDER TIME : 3:56 PM

ORDER NO. : 319535-005

CUSTOMER NO: 7794289

FOREIGN FILINGS

NAME: PIERPONT CAPITAL HOLDINGS LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Courtney Williams -- EXT# 62935

EXAMINER: \_\_\_\_\_

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TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: Pierpont 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:

Karen Ogden

Name of Person

Pierpont Capital Holdings LLC

Firm/Company

281 Tresser Blvd., Ninth Floor

Address

Stamford CT 06901

City/State and Zip Code

kogden@pierpontsecurities.com

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

For further information concerning this matter, please call:

Karen Ogden

Name of Contact Person

at 203

Area Code

428-2515

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

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TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A  
FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. Pierpont Capital Holdings LLC

(Name of Foreign Limited Liability Company, must include "Limited Liability Company," "LLC," or "L.L.C.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida. The alternate name must include "Limited Liability Company," "LLC," or "L.L.C.")

2. Delaware

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

3. 27-1656380

(FEI number, if applicable)

4. 10/14/2014

(Date first transacted business in Florida, if prior to registration.)  
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. 281 Tresser Blvd., Ninth Floor

Stamford CT 06901

(Street Address of Principal Office)

6. 281 Tresser Blvd., Ninth Floor

Stamford CT 06901

(Mailing Address)

7. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:

See attached list

8. 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)



Signature of an authorized person

(In accordance with section 605.0203, F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true, and aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.145, F.S.)

Mark B. Werner

Typed or printed name of signer

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FL Division of Corporations Registration Section  
Application by Foreign LLC for Authorization to Transact Business in Florida

Question #5: List Name and Usual Business Address of Managers:

| Manager Name, Line 1 | Manager Name, Line 2      | Manager Address, Line 1 | Manager Address, Line 2 | City      | State | Zip Code |
|----------------------|---------------------------|-------------------------|-------------------------|-----------|-------|----------|
| James Carey          | Stone Point Capital LLC   | 20 Horseneck Lane       |                         | Greenwich | CT    | 06850    |
| David Tappan         | General Atlantic          | 55 E. 52nd Street       | 32nd Floor              | New York  | NY    | 10055    |
| Charles Davis        | Stone Point Capital LLC   | 20 Horseneck Lane       |                         | Greenwich | CT    | 06850    |
| David Hodgson        | General Atlantic          | 55 E. 52nd Street       | 32nd Floor              | New York  | NY    | 10055    |
| Mark B. Werner       | Pierpont Capital Holdings | 281 Tresser Blvd        | 8th Floor               | Stamford  | CT    | 06901    |

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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 605.0113 or 605.0902 (1)(d), 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:

Pierpont Capital Holdings LLC.

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

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

Corporation Service Company

(Name)

1201 Hays Street

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

Tallahassee

32301

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 605, Florida Statutes.*

Corporation Service Company

By:

*Maix McCulley Asst Sec.*

(Signature)

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

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TALLAHASSEE, FLORIDA

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# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PIERPONT 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 THIRTIETH DAY OF SEPTEMBER, A.D. 2014.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PIERPONT CAPITAL HOLDINGS LLC" WAS FORMED ON THE SEVENTH DAY OF JANUARY, A.D. 2010.

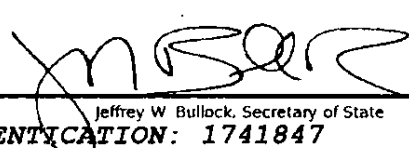
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

4774755 8300

141239137

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: 1741847

DATE: 09-30-14