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(Requestor's Name)

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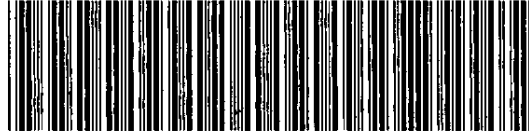
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1/16/16

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Harbor Beach Capital, 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:

Brian Urbanek

Name of Person

Harbor Beach Capital, LLC

Firm/Company

401 E. Las Olas Blvd., Suite 1400

Address

Fort Lauderdale, FL 33301

City/State and Zip Code

kkoffman@farlieturner.com

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

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Brian Urbanek

561

789-8847

at ()

Name of Contact Person

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

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

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

1. Harbor Beach Capital, LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

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

2. Delaware 3. 81-2680766
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 6/1/2016
(Date first transacted business in Florida, if prior to registration.)
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. Harbor Beach Capital, LLC
401 E. Las Olas Blvd., Suite 1400, Fort Lauderdale, FL 33301
(Street Address of Principal Office)

6. Harbor Beach Capital, LLC
401 E. Las Olas Blvd., Suite 1400, Fort Lauderdale, FL 33301
(Mailing Address)

7. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Brian Urbanek
Office Address: 401 E. Las Olas Blvd., Suite 1400
Fort Lauderdale, Florida 33301
(City) (Zip code)

Registered agent's acceptance:

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 application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Brian J. Urbanek
(Registered agent's signature)

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

Brian Urbanek, Managing Member
401 E. Las Olas Blvd., Suite 1400
Fort Lauderdale, FL 33301

9. Attached is a 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. (If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted)

Brian J. Urbanek
Signature of an authorized person

This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. 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.

Brian Urbanek
Typed or printed name of signee

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

✓3

Delaware

The First State

Page 1

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 FORMATION OF "HARBOR BEACH CAPITAL,
LLC", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF APRIL, A.D.
2016, AT 2:06 O'CLOCK P.M.

FILED
16 JUN -2 PM 12:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA




Jeffrey W. Bullock, Secretary of State

6020426 8100
SR# 20162397565

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

Authentication: 202181485
Date: 04-20-16

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:06 PM 04/19/2016
FILED 02:06 PM 04/19/2016
SR 20162397565 - File Number 6020426

CERTIFICATE OF FORMATION
OF
HARBOR BEACH CAPITAL, LLC

This Certificate of Formation pertains to the formation of Harbor Beach Capital, LLC, a limited liability company organized under the Limited Liability Company Act of the State of Delaware, as follows:

1. The name of the limited liability company is Harbor Beach Capital, LLC (the "Company").
2. The address of the Company's registered office in the State of Delaware is 160 Greentree Drive, Suite 101, Dover, Delaware 19904, County of Kent. The registered agent at such address is National Registered Agents, Inc.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the 19th day of April, 2016.


Matthew W. Miller, Authorized Person

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TALLAHASSEE, FLORIDA