

Document Number Only

M9 70000000138

C T CORPORATION SYSTEM
Requestor's Name
660 East Jefferson Street
Address
Tallahassee, Florida 32301
City State Zip Phone

200002121002--4
-03/21/97--01115--006
****140.00 ****140.00

CORPORATION(S) NAME

297A 00013698

Centerpoint Financial Services, LLC

- R 970000
- Profit
 - NonProfit
 - Limited Liability Company
 - Foreign
 - Amendment
 - Merger
 - Dissolution/Withdrawal
 - Mark
 - Limited Partnership
 - Annual Report
 - Other
 - Reinstatement
 - Reservation
 - Change of R.A.
 - Limited Liability Partnership
 - Fictitious Name
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3/18/97

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 N. BANK _____
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Centerpoint
Financial Services, LLC

March 7, 1997

Secretary of State
Florida Department of State
409 East Gaines St.
Tallahassee, FL 32399

Dear Clerk,

You are hereby notified that the undersigned has transferred to CT Corporation System, whose address is 1675 Broadway, Denver, CO 80202, the name of Centerpoint Financial Services, LLC which was reserved in your office for the exclusive use of the undersigned.

Sincerely,

Gordon R. Roberts
2727 Bryant Street, #550
Denver, CO 80211

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 15, 1997

SECRETARY OF STATE
DIVISION OF CORPORATIONS
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The name CENTERPOINT FINANCIAL SERVICES, LLC has been reserved for 120 days beginning January 15, 1997. The reservation number is R97000000190 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lantham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Ruth Leonard

Letter number: 297A00002028

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


IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT
BUSINESS IN THE STATE OF FLORIDA:

1. Centerpoint Financial Services, LLC
(Name of foreign limited liability company must end with the words "limited company" or their
abbreviation "L.C." if not so contained in the name at present.)
2. Colorado 3. 84-1374440
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. January 10, 1997 5. January 10, 2027
(Date of Organization) (Duration: Year limited liability company will cease to exist
or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida.)
7. 1675 Larimer Street, Suite 880, Denver, CO 80202

(Street address of principal office)
8. C T CORPORATION SYSTEM
(Name of the registered agent of foreign limited liability company)
9. c/o C T CORPORATION SYSTEM, 1200 South Pine Island Road,
Plantation, Florida 33324
(Florida registered office address)
10. Name(s), title, and business address(es) of managing member(s) [MGRM] or manager(s) [MGR] who
will manage the foreign limited liability company in Florida: (attach additional page if necessary)
See 1 in Addendum

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March 7, 1997
(Date)


(Signature of a Member or Authorized Representative of a member)
Charles R. Schiell, Member/Manager

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated foreign limited liability company at the place designated in this certificate pursuant to the provisions of section 608.507, Florida Statutes, 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.

CT Corporation System

By: Marcia J. Sunahara
(Signature)

3/17/97
(Date)

Marcia J. Sunahara
(Type Name of Officer)

Assistant Vice President
(Title of Officer)

97 MAR 18 PM 3:28
PHYSICIAN
FBI

Addendum

1. Name and title: Gordon R. Roberts (MGR)
Address: 1675 Larimer Street, Suite 880, Denver, CO 80202

Name and title: Charles R. Schiell (MGR)
Address: 1675 Larimer Street, Suite 880, Denver, CO 80202

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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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Centerpoint Financial Services, LLC

2. The name and address of the registered agent and office is:

CT CORPORATION SYSTEM

(Name)

c/o CT CORPORATION, 1200 South Pine Island Road,

(P.O. Box not acceptable)

Plantation, Florida 33324

(City/State/Zip)

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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.

CT CORPORATION SYSTEM

Connie Bryan

(Signature)

Connie Bryan, Special Asst. Secretary

Assistant Vice President

(Title)

3-14-97

(Date)

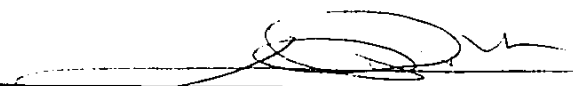
FILING FEE: \$35 for Designation of Registered Agent

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of Centerpoint
Financial Services, LLC deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 2,000
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ 0. A description of the property is attached and made a part hereof.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 2,000. This total includes amounts from 2 and 3 above.

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Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)
Charles R. Schiell, Member/Manager

Filing Fee: \$52.50 for Affidavit



STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

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I, VICTORIA BUCKLEY, SECRETARY OF STATE OF THE STATE OF
COLORADO HEREBY CERTIFY THAT

ACCORDING TO THE RECORDS OF THIS OFFICE

CENTERPOINT FINANCIAL SERVICES LIMITED LIABILITY COMPANY
(COLORADO LIMITED LIABILITY COMPANY)

FILE # 19971004790 WAS FILED IN THIS OFFICE ON January 10, 1997
AND HAS COMPLIED WITH THE APPLICABLE PROVISIONS OF THE
LAWS OF THE STATE OF COLORADO AND ON THIS DATE IS IN GOOD
STANDING AND AUTHORIZED AND COMPETENT TO TRANSACT BUSINESS
OR TO CONDUCT ITS AFFAIRS WITHIN THIS STATE.

Dated: February 21, 1997

Victoria Buckley

SECRETARY OF STATE