

m98000000308



ACCOUNT NO. : 072100000032

REFERENCE : 762383 7146510

AUTHORIZATION : Patricia Pyjuts

COST LIMIT : \$ 337.50

ORDER DATE : March 31, 1998

ORDER TIME : 10:58 AM

ORDER NO. : 762383-005

CUSTOMER NO: 7146510

CUSTOMER: Mr. Russell Richardson
Nomura Asset Capital Services
Suite 1300
600 East Las Colinas Boulevard
Irving, TX 75039

800002473528--6

FOREIGN FILINGS

NAME: NOMURA ASSET CAPITAL SERVICES
LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Name	3/31/98
Availability	Dec
Document	XX
Examiner	DCC
Updater	DCC
Updater	CONTACT PERSON: Andrew Cumper
Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

RECEIVED
FILED
98 MAR 31 AM 11:24 98 MAR 31 PM 3:00
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

m98000000308

**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. NOMURA ASSET CAPITAL 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. Please note: "L.L.C." is not an acceptable suffix in Florida.)
2. DELAWARE 3. 13-3648580
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. 1-13-98 5. perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. Have not yet transacted business in Florida
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 600 East Las Colinas Blvd., Suite 1300, Irving, TX 75039
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Ann Hambly</u>	<u>MGR</u>	<u>Kathy Corton</u>	<u>MGR</u>
<u>600 East Las Colinas Blvd.</u>		<u>2 World Financial Center</u>	
<u>St. 1300, Irving, TX 75039</u>		<u>New York, New York 10281-1198</u>	
<u>Boyd Fellows</u>	<u>MGR</u>	<u>Brian Pilcher</u>	<u>MGR</u>
<u>2 World Financial Center</u>		<u>2 World Financial Center</u>	
<u>New York, New York 10281-1198</u>		<u>New York, New York 10281-1198</u>	
<u>Mark McGauley</u>	<u>mGR</u>	<u>William Wraith</u>	<u>mGR</u>
<u>2 World Financial Center</u>		<u>2 World Financial Center</u>	
<u>New York, New York 10281-1198</u>		<u>New York, New York 10281-1198</u>	
<u>Frank Scavone</u>	<u>mGR</u>		
<u>2 World Financial Center, New York, New York 10281-1198</u>			

**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, ~~ORGANIZED UNDER THE LAWS OF~~
~~THE STATE OF FLORIDA~~, 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: Nomura Asset Capital Services LLC

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

Corporation Service Company
(Name)

1201 Hays Street

(P.O. Box not acceptable)

Tallahassee, Florida 32301

(City/State/Zip)

FILED
98 MAR 31 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

By: Deborah K. Skipper as agent
(Signature)

3-31-98
(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 _____

Nomura Asset Capital Services LLC deposes and says:

- 1) the above named limited liability company has at least ^{one} ~~two~~ members
- 2) the total amount of cash contributed by the member(s) is \$ 500,000
- 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 hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is \$ 500,000. This total includes amounts from 2 and 3 above.

FILED
98 MAR 31 PM 3:00
CLERK OF DISTRICT COURT
STATE OF FLORIDA

X [Signature]

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.)

Nomura Asset Capital Corporation
2 World Financial Center, Building B
New York, New York 10281-1198

March 27, 1998

RE: Consent to Use of Corporate Name by
NOMURA ASSET CAPITAL SERVICES LLC

To Whom It May Concern:

Nomura Asset Capital Corporation hereby waives any objection and gives consent to the use of its corporate name, or any part or derivation thereof, to Nomura Asset Capital Services LLC, for the purposes of registering, qualifying and carrying on its business, in any geographic area, and in perpetuity from the date above.

Nomura Asset Capital Corporation

BY: 

Name: Barry Funt

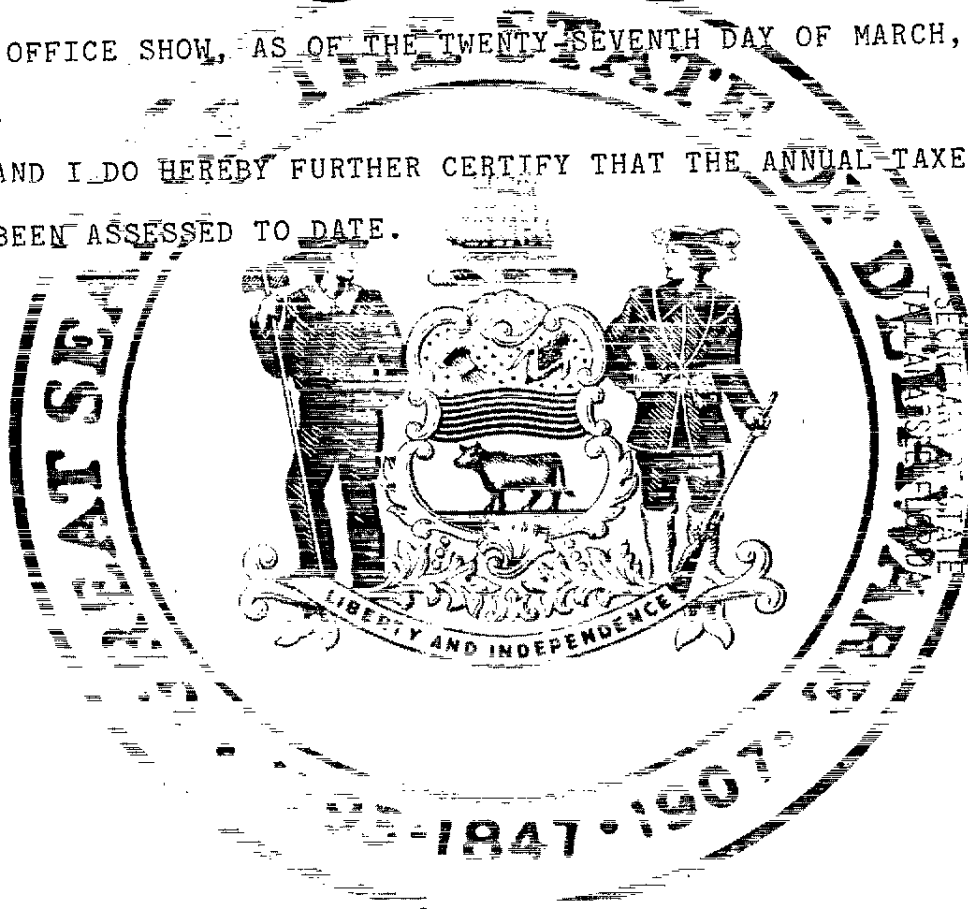
Title: General Counsel

FILED
MAR 31 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NOMURA ASSET CAPITAL SERVICES 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 TWENTY-SEVENTH DAY OF MARCH, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
98 MAR 31 PM 3:00

Edward J. Freel, Secretary of State

2845920 8300

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AUTHENTICATION:

8999047

DATE:

03-27-98