

BUCHANAN ASSOCIATES

M99000000720

4/27/99

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

RE: CMI CAPITAL MARKET INVESTMENT, LLC

Dear Madam or Sir,

Please find enclosed:

1. Application;
2. Affidavit;
3. Designation of Registered Agent;
4. Original Certificate of Existence; and
5. One Check in the amount of \$293.75 covering the filing fee for the Application and Affidavit, Designation of Registered Agent and Certificate of Status made payable to the **Florida Department of State**.

Thank you for your anticipated assistance in the above matter.

Gregory Levine

Gregory Levine

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99 MAY -4 AM 10:07
TALLAHASSEE FLORIDA
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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

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

1. CMI CAPITAL MARKET INVESTMENT, 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. NEW YORK STATE 3. 13-3995163
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. MARCH 9th 1998 5. PERPETUAL
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. BUSINESS WILL BE TRANSACTION UPON APPROVAL
(Date first transaction business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 460 PARK AVENUE - SUITE 801 NEW YORK, N.Y. 10022
(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:
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<u>GEORGE J. WOJTUSIAK</u>	<u>MGR</u>		
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<u>2875 SOUTH OCEAN BLVD, Suite 200-25</u>			
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<u>PALM BEACH, FL 33480</u>			
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TALLAHASSEE FLORIDA
SECRETARY OF STATE

9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state 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.)

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

The undersigned member or authorized representative of a member of CMI CAPITAL
MARKET INVESTMENT, LLC certifies;

1) the above named limited liability company has at least one member;

2) the total amount of cash contributed by the member(s) is \$200,000;

3) if any, the agreed value of property other than cash contributed by member(s) is \$;
(A description of the property is attached and made a part hereto.)
and

4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$200,000.
(This total includes amounts from 2 and 3 above.)



Signature of a member or an 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.)

VINCENT BUCHANAN

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

CMI CAPITAL MARKET INVESTMENT, LLC

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

GEORGE JOSEPH WOJTUSIAK

(Name)

2875 South OCEAN BLVD., Suite 200-25

Florida street address (P.O. Box NOT ACCEPTABLE)

PALM BEACH FL 33480

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.

George Joseph Wojtusiak
(Signature)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Filing Fee: \$ 35 for Designation of Registered Agent

**State of New York } ss:
Department of State**

I hereby certify, that CMI CAPITAL MARKET INVESTMENT, LLC a NEW YORK limited liability company filed a Certificate of Articles of Organization pursuant to section 203 of the Limited Liability Company Law on 03/09/1998, and that the limited liability company is subsisting so far as shown by the records of the Department.

A Certificate of Affidavit of Publication of CMI CAPITAL MARKET INVESTMENT, LLC was filed on 06/29/1998.

A Certificate of Affidavit of Publication of CMI CAPITAL MARKET INVESTMENT, LLC was filed on 06/29/1998.

The limited liability company has filed proofs of publication under section 206 of the Limited Liability Company Law.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 22nd day of April
one thousand nine hundred and
ninety-nine.



Special Deputy Secretary of State



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SECRETARY OF STATE
TALLAHASSEE FLORIDA