

m99000000894



ACCOUNT NO. : 072100000032

REFERENCE : 274473 7171905

AUTHORIZATION :

COST LIMIT : \$ 285000

Patricia Pigott

ORDER DATE : June 15, 1999

ORDER TIME : 12:21 PM

ORDER NO. : 274473-005

300002907003--1

CUSTOMER NO: 7171905

CUSTOMER: Mr. Seth I. Cohen
Seth I. Cohen, P.a.
Suite 105
2499 Glades Road
Boca Raton, FL 33431

FOREIGN FILINGS

NAME: BARRY KAYE MANAGEMENT COMPANY
LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Name	6/16/99
Availability	<i>file</i>
Document	CERTIFIED COPY
Examiner	PLAIN STAMPED COPY
Updater	CERTIFICATE OF GOOD STANDING
Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

CONTACT PERSON: Tamara Odom

99 JUN 16 PM 3:56

RECEIVED

99 JUN 16 PM 4:15

FILED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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. The name of the Limited Liability Company is:

BARRY KAYE MANAGEMENT COMPANY, L.L.C.

2. The Limited Liability Company is organized in the state of DELAWARE.

3. The Limited Liability Company was organized on April 7, 1999.

4. The Limited Liability Company's duration is perpetual.

5. The name and street address of the Limited Liability Company's registered agent
in the State of Florida is: Corporation Service Company, 1201
Hays Street, Tallahassee, Florida 32301.

6. The Federal Employer's Identification Number has been applied for.

7. The street address of the principal office of the Limited Liability Company is: c/o
Fogel & Cohen, 2499 Glades Road, Suite 105, Boca Raton, Florida 33431. The
current mailing address is: 1901 Avenue of the Stars, Suite 500, Los Angeles, CA
90067.

8. The date the Limited Liability Company first transacted business in Florida is
upon qualification.

9. The Limited Liability Company is engaged in the life insurance business.

10. The names and addresses of the general partners/members (including the
managing member) of the Limited Liability Company are:

Barry Kaye
Managing Member

1901 Avenue of the Stars, Suite 500
Los Angeles, CA 90067

Carole Kaye
Member

1901 Avenue of the Stars, Suite 500
Los Angeles, CA 90067

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11. 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 associated with my position as registered agent.

Heborah R. Skipper as agent

Corporation Service Company, registered agent

12. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of the State or other official having custody of corporate records in the jurisdiction under the law in which the Limited Liability Company is originally organized

13. Barry Kaye
(Signature of Managing Member of Limited Liability Company)

14. Barry Kaye, Managing Member

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TALLAHASSEE, FLORIDA


Prepared By:
Seth I. Cohen, Esq.
Florida Bar No.: 933597
2499 Glades Road, Suite 105
Boca Raton, Florida 33431

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED
LIABILITY COMPANY

The undersigned, who is the managing member of BARRY KAYE MANAGEMENT COMPANY, L.L.C., certifies as follows:

- (1) The above named limited liability company has at least one member.
- (2) The total amount of cash contributed by the member(s) is: \$1,000.00
- (3) There has been no property other than cash contributed by the member(s) of the limited liability company.
- (4) The total amount of cash and property contributed by the member(s) of the limited liability company at this time is: \$1,000.00.
- (5) The anticipated contribution of the member(s) in the future is unknown at this time.
- (6) In accordance with Section 608.408(3), F.S., the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

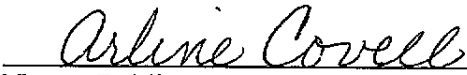
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 10 day of June, 1999.


Barry Kaye, Managing Member

STATE OF CA

COUNTY OF Los Angeles

The foregoing instrument was acknowledged before me this 10 day of June, 1999, by Barry Kaye, Managing Member of Barry Kaye Management Company, L.L.C., a Delaware limited liability company, who is personally known to me ~~or who has~~ produced _____ as identification and who did/did not take an oath.

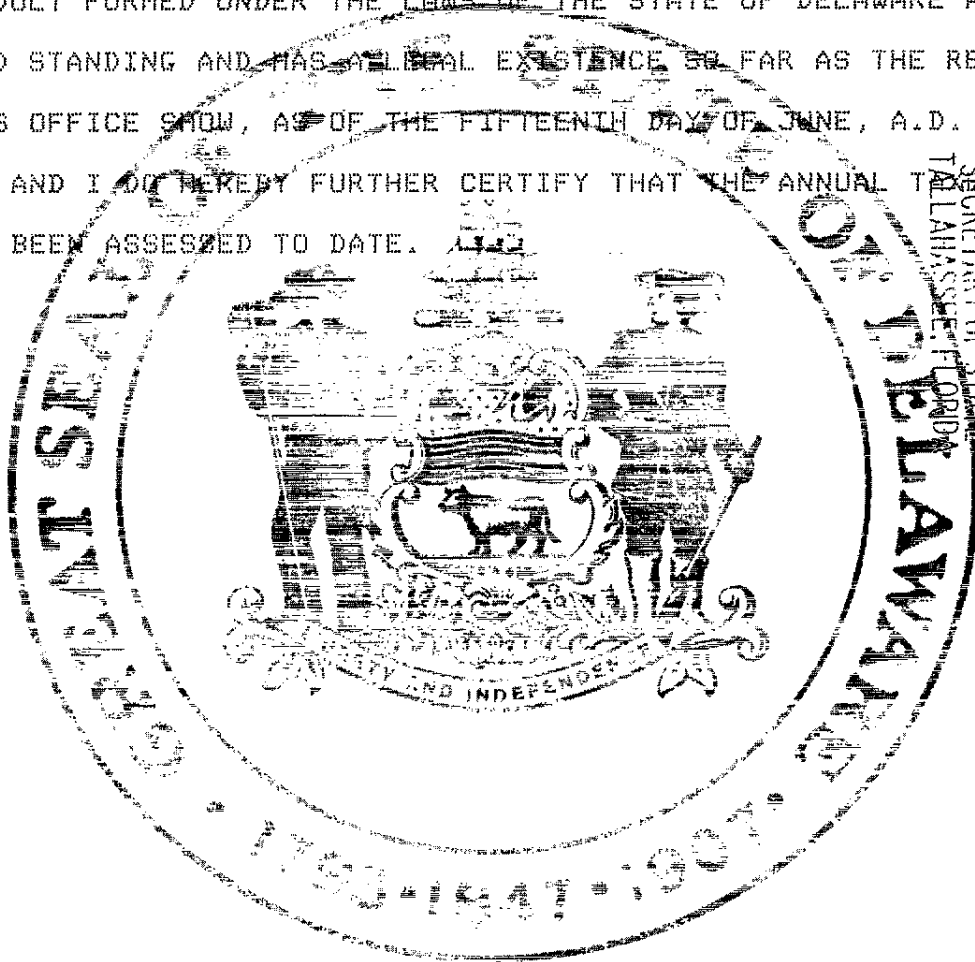

Notary Public
State of CA



Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BARRY KAYE MANAGEMENT COMPANY, 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 FIFTEENTH DAY OF JUNE, A.D. 1999.

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



FILED

99 JUN 16 PM 4:15



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

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