



THE UNITED STATES  
CORPORATION  
COMPANY

M99000000/306

ACCOUNT NO. : 072100000032

REFERENCE : 344427 4349066

AUTHORIZATION :

COST LIMIT : \$ 390.00

Patricia Piguet

ORDER DATE : August 17, 1999

ORDER TIME : 10:21 AM

ORDER NO. : 344427-005

CUSTOMER NO: 4349066

200002962972--0

CUSTOMER: Ms. Gabrielle M. Kissane  
McCabe & Flynn LLP  
1 Whitehall St.  
Suite 1825  
New York, NY 10004

FOREIGN FILINGS

NAME: VIEWTRADE SECURITIES LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY - TWO COPIES  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

FILED  
99 AUG 18 AM 8:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
99 AUG 18 AM 11:27  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

11/11/99  
8-20-99



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

August 18, 1999

CSC

SUBJECT: VIEWTRADE SECURITIES LLC  
Ref. Number: W99000019195

**RESUBMIT**  
Please give original  
submission date as file date.

I certify from the records of this office that VIEWTRADE SECURITIES LLC is a limited liability company organized under the laws of the State of Florida, filed on August 18, 1999.

The document number of this company is W99000019195.

I further certify that said company has paid all fees due this office through December 31, , and its status is active.

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

If the limited liability company will be managed by a manager or managers, a statement to that effect is required as well as the names and street addresses of such managers who are to serve as managers; or if the management is reserved to the members, a statement to that effect is required as well as the names and street addresses of the managing members.

Please return your document, along with a copy of this letter, within 60 days of your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6043.

Shawn Logan

99 AUG 18 AM 8:15

FILED

Take out  
Cramer

upon Qual

"MGRM" as  
title

99 AUG 19 PM 4:42

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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. Viewtrade Securities -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. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 13-4040824  
(FEI number, if applicable)
4. December 7, 1998  
(Date of Organization)
5. perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. upon qualification  
(Date first transacted business in Florida (See sections 608.501, 608.502, and 817.155, F.S.))
7. 99 Wall Street, New York, NY 10005

(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:

James St. Clair MGRM

999 SW 21st Street

Boca Raton, FL 33486

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

29 AUG 18 AM 8:15

FILED

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.)

08/11/1999

16:23

MCCABE&FLYNN → 914197304865

NO. 566 P04

F. 000

## **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:

Viewtrade Securifies LLC

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

James St. Clair

(Name)

999 SW 21st Street

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

Boca Raton, FL 33486

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.*

By:   
(Signature)

**Filing Fee: \$ 35 for Designation of Registered Agent**

99 AUG 18 AM 8:15  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

The member or authorized representative of a member of Viewtrade Securities 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 \$ -0-;  
(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.)

James St. Clair, CFO/CCO

Typed or printed name of signee

**Filing Fee: \$250.00 for Application and Affidavit**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 AUG 18 AM 8:15

FILED

State of Delaware  
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VIEWTRADE SECURITIES 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 SEVENTEENTH DAY OF AUGUST, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

2975316 8300  
991342697



9925865  
08-17-99  
*Edward J. Freel*  
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: