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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

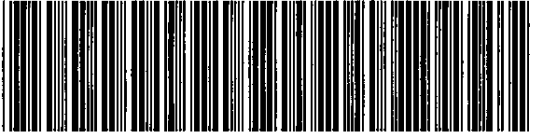
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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CLERK OF STATE
TALLAHASSEE, FLORIDA

D. WHITE APR 24 2007

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Layered Technologies, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

David Shriver
(Name of Person)

Perlman, Yevoli & Albright, P.L.
(Firm/Company)

1500 N. Federal Highway, Suite 250
(Address)

Fort Lauderdale, FL 33304
(City/State and Zip code)

For further information concerning this matter, please call:

David Shriver at (954) 566-7117
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

- \$70.00 Filing Fee \$78.75 Filing Fee & Certificate of Status \$78.75 Filing Fee & Certified Copy \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Layered Technologies, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Texas 3. 20-1299316
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. June 29, 2004 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6.
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1647 Witt Road, Frisco, TX 75034
(Principal office address)
24 NE 24th Ave., Suite 100, Pompano Beach, FL 33062
(Current mailing address)

8. Any and all lawful purposes.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Michael G. Platner

Office Address: 24 NE 24th Ave., Suite 100

Pompano Beach, FL, Florida 33062
(City) (Zip code)

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TALLAHASSEE, FLORIDA

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation 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 of my position as registered agent.

(Registered agent's signature) Michael Platner, C.E.O

11. 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 State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

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A. DIRECTORS

CLERK OF THE COURT
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

Director: Todd Abrams

Address: 24 NE 24th Ave., Suite 100, Pompano Beach, FL 33062

Director: Michael G. Platner

Address: 24 NE 24th Ave., Suite 100, Pompano Beach, FL 33062

Director: David Fishman

Address: 24 NE 24th Ave., Suite 100, Pompano Beach, FL 33062

Director: Neil Medwed

Address: 24 NE 24th Ave., Suite 100, Pompano Beach, FL 33062

B. OFFICERS

President: Todd Abrams

Address: 24 NE 24th Ave., Suite 100, Pompano Beach, FL 33062

C.E.O.: Michael G. Platner

Address: 24 NE 24th Ave., Suite 100, Pompano Beach, FL 33062

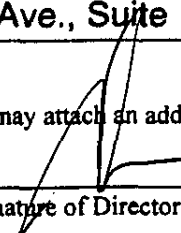
Secretary: Michael G. Platner

Address: 24 NE 24th Ave., Suite 100, Pompano Beach, FL 33062

Treasurer: Todd Abrams

Address: 24 NE 24th Ave., Suite 100, Pompano Beach, FL 33062

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Michael Platner, C.E.O.
(Typed or printed name and capacity of person signing application)

**ADDENDUM OF ADDITIONAL DIRECTORS
OF
LAYERED TECHNOLOGIES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The following is an additional director of Layered Technologies, Inc.:

1. Guy Beaudry, 24 NE 24th Ave., Suite 100, Pompano Beach, FL 33062.

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Roger Williams
Secretary of State

Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles of Incorporation for Layered Technologies, Inc. (file number 800358822), a Domestic For-Profit Corporation, was filed in this office on June 29, 2004.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name
officially and caused to be impressed hereon the Seal of
State at my office in Austin, Texas on April 11, 2007.

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SECRETARY OF STATE
TAMMUNSEE, FLORIDA



A handwritten signature in black ink that reads "Roger Williams".

Roger Williams
Secretary of State