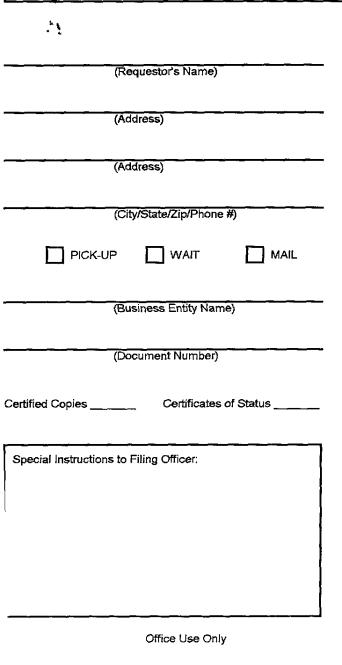
F03000002727





000018962240

05/28/03--01020--001 **78.75



J. BRYAN JUN - 2 2003

TRANSMITTAL LETTER

TO: Registration Section Division of Corporations
SUBJECT: Proffer Financial, a California Corporation
(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:
Mike Fake
(Name of Person)
Proffer Financial, a California Corporation
(Firm/Company) 728 Tr
(Address)
San Diego, CA, 92122
(City/State and Zip code)
For further information concerning this matter, please call:
Mike Fake at (858) 453-5405
(Name of Person) (Area Code & Daytime Telephone Number)
STREET ADDRESS: Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32399 Tallahassee, FL 32314
Enclosed is a check for the following amount:
☐ \$70.00 Filing Fee

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. Proffer Financial, a California Corporation (Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.) California (FEI number, if applicable) (State or country under the law of which it is incorporated) 5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual" (Date of incorporation) Upon Qualification (Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.") (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.) 3636 Nobel Dr, Suite 410, San Diego, CA 92122 (Principal office address) Same As Above (Current mailing address) (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 or Mail Drop Box NOT acceptable) Larry Kanafani Name: Office Address: 3790 West Blue Heron Blvd Riviera Beach 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.

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.

(Registered agent's signature)

12. Names and business addresses of officers and/or directors: A. DIRECTORS Address: Vice Chairman: _ Address: _ Nick Mendoza Director: 2149 Reed Ave Address: San Diego, CA 92109 Mike Fake Director: 3920 Riviera St #U Address: San Diego, CA 92109 **B. OFFICERS** President: __Nick Mendoza 2149 Reed Ave Address: San Diego, CA 92109 Vice President: Mike Fake 3920 Riviera St #U Address: San Diego, CA 92109 Secretary: _ Address: Treasurer: _ Address: _ NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application) Mike Fake, Vice President

(Typed or printed name and capacity of person signing application)



I, KEVIN SHELLEY, Secretary of State of the State of California, hereby certify:

That on the 22nd day of JANUARY 2003, PROFFER FINANCIAL, A CALIFORNIA CORPORATION became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of April 10, 2003.

KEVIN SHELLEY
Secretary of State