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**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. ICAP Financial Corp.
(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. Nevada 3. 02-0712754
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12-17-2003 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 28870 US 19 North 1st Floor Suite 100, Clearwater, Florida 33761
(Principal office address)
28870 US 19 North 1st Floor Suite 100, Clearwater, Florida 33761 (Mail Box 40)
(Current mailing address)

8. Mortgage Banking
(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: Robert Bache

Office Address: 28870 US 19 North 1st Floor Suite 100

Clearwater, Florida 33761
(City) (Zip code)

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.

Robert Bache
(Registered agent's signature)

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:

A. DIRECTORS

Chairman: Kathryn Bache

Address: 1437 Willow Brook Drive
Palm Harbor, Florida 34683

Vice Chairman: Robert Bache

Address: 1437 Willow Brook Drive
Palm Harbor, Florida 34683

Director: Priscilla Turner

Address: 1613 Heritage Springs
Henderson, Nevada 89052

Director: L. Edward Bache

Address: 1437 Willow Brook Drive
Palm Harbor, Florida 34683

B. OFFICERS

President: Kathryn Bache

Address: 1437 Willow Brook Drive
Palm Harbor, Florida 34683

Vice President: Robert Bache

Address: 1437 Willow Brook Drive
Palm Harbor, Florida 34683

Secretary: Priscilla Turner

Address: 1613 Heritage Springs, Henderson, Nevada 89052

Treasurer: Robert Bache

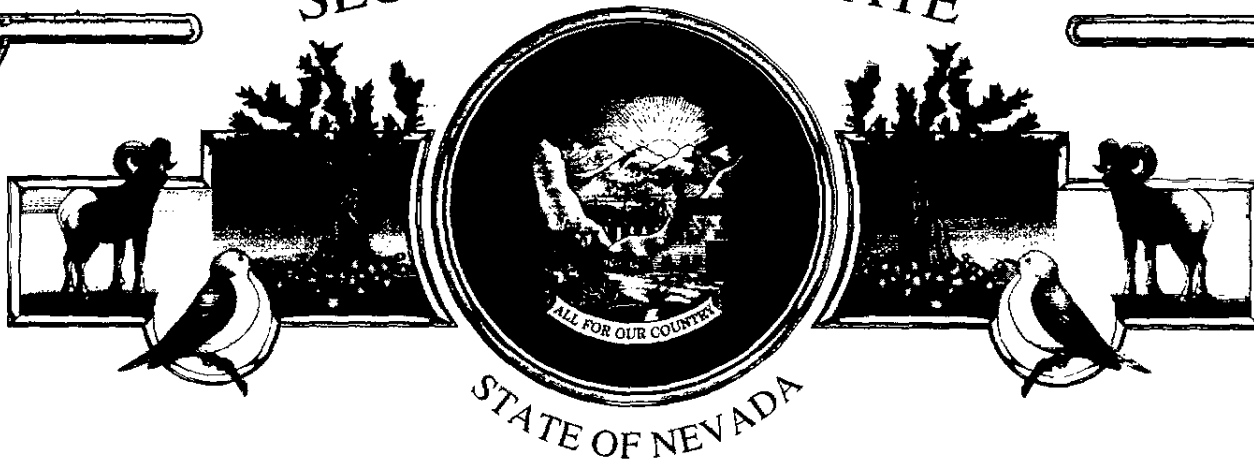
Address: 1437 Willow Brook Drive, Palm Harbor, Florida 34683

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

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

14. Robert Bache, Vice President
(Typed or printed name and capacity of person signing application)

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **ICAP FINANCIAL CORP.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since **December 17, 2003**, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Las Vegas, Nevada, on **December 7, 2004**.



Dean Heller

DEAN HELLER
Secretary of State

By

Angela J. Lauer
Certification Clerk