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**FOREIGN PROFIT QUALIFICATION**

**BANKERS CAPITAL REALTY, INC.**

Certificate of Status	0
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FINANCIAL SERVICES  
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April 22, 2005

Ross J. Schwartz, Esquire  
Schwartz Semerdjian Haile Ballard & Cauley LLP  
101 W. Broadway  
Suite 810  
San Diego, California 92101

Dear Mr. Schwartz:

Re: Bankers Capital Realty, Inc.

Thank you for your recent letter/fax requesting approval of the above referenced name.

It is the opinion of this Office that the above-referenced corporate name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Office does not object to the use of the above corporate name being registered to transact business as a foreign corporation in the state of Florida.

Sincerely,

Linda B. Charity  
Director  
Division of Financial Institutions

LBC:ker

cc: Karon Beyer, Chief, Bureau of Commercial Recordings, Division of Corporations,  
Secretary of State's Office

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDAIN 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. BANKERS CAPITAL REALTY, 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. California 3. \_\_\_\_\_  
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. January 3, 2005 5. \_\_\_\_\_  
(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. 750 B Street, Suite 3160, San Diego, CA 92101  
(Principal office address)
- 750 B Street, Suite 3160, San Diego, CA 92101  
(Current mailing address)

8. Real estate sales  
(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: NRAT Services, Inc.Office Address: 526 East Park AvenueTallahassee, Florida 32301  
(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.*

Andrew P. King for NRAT Services, Inc.  
(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:

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**A. DIRECTORS**

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

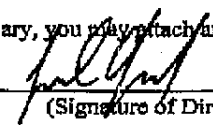
Director: Fernando GutierrezAddress: 750 B Street, Suite 3160, San Diego, CA 92101

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**President: Fernando GutierrezAddress: 750 B Street, Suite 3160, San Diego, CA 92101Vice President: Fernando GutierrezAddress: 750 B Street, Suite 3160, San Diego, CA 92101Secretary: William RobinsonAddress: 750 B Street, Suite 3160, San Diego, CA 92101Treasurer: Fernando GutierrezAddress: 750 B Street, Suite 3160, San Diego, CA 92101

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. FERNANDO GUTIERREZ, President \_\_\_\_\_  
(Typed or printed name and capacity of person signing application)FILED  
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**State of California**  
**Secretary of State**

**CERTIFICATE OF STATUS**  
**DOMESTIC CORPORATION**

I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That on the 3rd day of January, 2005, **BANKERS CAPITAL REALTY, INC.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; 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 8, 2005.



BRUCE McPHERSON  
Secretary of State

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