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			COVER	LETTER					
	TO: Registration Division o	on Section of Corporations							
	SUBJECT: Me	rcer Capital Inc).					_	
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	Dear Sir or Madan	n:			}				
		plication by Foreign istence," and check t n Florida.							
	Please return all co	orrespondence conc	erning this ma	tter to the faile	owing: }				
	Nicole Medi	ina			1				
			(Nami	e of Person)			 -		
	Russell D. K	laplan, P.A.			1				
	750 SE 3rd /	Avenue, Suite	100	(Company)			<u> </u>		
	Ft. Lauderd	lale, FL 333	•	•]				
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	For further inform Nicole Med (Name of		at (95	se call: 4	-7777 Lytime Te	ephone l	Number)	WIS DEC 23 SECRETARY TALLAHASSE	STATE OF THE PARTY
	Registration Division of Clifton Bu 2661 Exec	COURIER ADDR on Section of Corporations uilding cutive Center Circle se, FL 32301]	MAILIN Registrati Division P.O. Box Tallahasse	on Section of Corpor 5327	on rations	RY OF STATE SEE FLORIDA	U
	Enclosed is a chec	k for the following	amount:		1				
	\$70.00 Filing F	Fee S78.75 Fi Certifics	lling Fee & stee of Status	S78.75 F Certified		& 🗀		iling Fee, ate of Status & d Copy	:



November 29, 2005

NICOLE MEDINA RUSSELL D. KAPLAN, P.A. 750 SW 3RD AVENUE, SUITE 100 FT LAUDERDALE, FL 33316

SUBJECT: MERCER CAPITAL INC. Ref. Number: W05000052777

We have received your document for MERCER CAPITAL INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1,150.00.

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

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing Document Specialist

Letter Number: 805A00069484

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.	Mercer Capit	tal, Inc			
		orporation; must include "INCORPORATED, orp.," "Inc.," "Ca.," or "Corp.")	" "COMPANY," "COR	ORATION,"	
	(If name unavaila	ble in Florida, enter alternate corporate name	adopted for the purpose	if transacting business in Florida	<u>, , , , , , , , , , , , , , , , , , , </u>
2.	Delaware	3.	91-201-6679		
	(State or country t	under the law of which it is incorporated)	(FEI nur	ber, if applicable)	
4.	12/20/99	5.	perpetual		
	(Date	of incorporation)	(Duration: Year cosp.	ill cease to exist or "perpetual")
б.	11/2004				_
		(Date first transacted business i (SEE SECTIONS 607.1501 & 607.1			_
7.	1200 N. Fe	deral Highway, Suite 315, Bo	oca Raton, FL 33	432	
		(Principal office add	ress)		
	same as a	bove			
		(Current mailing add	lress)		_
8.	Financial s				_
	(Purpose(s)	of corporation authorized in home state or co	ountry to be carried out in	state of Florida)	
9.	Name and street	t address of Florida registered agent: (P.C). Box <u>NOT</u> acceptabl)	
	Name:	Robert Flickinger		ZOO SE TAL	
0	ffice Address:	1200 N. Federal Highway,	Suite 315	5 DEC CRETA LAHA	11
		Boca Raton	, Florida 334		
		(City)	(Zip d	ode) ES D	. j.c.
H de fu	aving been name esignated in this a arther agree to co	ent's acceptance: ed as registered agent and to accept servi application, I hereby accept the appoint amply with the provisions of all statutes r with and accept the obligations of my pa	nent as registered age elative to the proper a	t and agree to act in this cap id complete performance of i	heity. I
	~	Mel-			

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:

ENT BY: 4	KAPLAN & JAFFE, P.A.;	9549209144;	NOV-7-05 1:5	OPM; PAGE 4/4
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A. DIRI	ECTORS		\	
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Vice Cha	irman:			
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Director		==		
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Address:		· · · · · · · · · · · · · · · · · · ·		
				
B. OFF	ICERS			
President	Robert Flickinger	_	[[
Address:	1200 N. Federal High	way, Suite 315, Boo	ca Raton, FL 3	3432
Vice Pene	sident: Joseph Fisher			
	1200 N. Federal High	way Suite 315 Boca	Raton El 334	32
Address;	THE OWNER OF THE PROPERTY OF T			
				TALL DEC
Secretary				LOS DEC
Address:				- C = 10
Treasurer	" 			
Address:				FS
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NOTE:	If necessary, you may attach an a	addendum to the application I	isting addit onal officer	s and/or directors.
13. 🗶	for the	etor or Officer listed in number	#	
, D.			u 12 of the application)	
14.	obert Flickinger, Pre	SIDENT I name and capacity of person	eigning and ligation	
	Craben or bruner	i name and capacity of beison	r argums abbucamon)	

Delaware

PAGE 3

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MERCER CAPITAL INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF NOVEMBER, A.D. 2005.

2005 DEC 23 A II: 03
SECRETARY OF STATE
AND ANASSFE, FLORIDA



Warriet Smith Window Saucer of Sauce

AUTHENTICATION: 4294692

DATE: 11-14-05

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