

From:

02/02/2006 16:12 #001 P.002/005

Division of Corporations

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Florida Department of State
Division of Corporations
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Account Name : NATIONAL CORPORATE RESEARCH, LTD.
Account Number : I20000000088
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FOREIGN PROFIT/NONPROFIT CORPORATION

MERGERMARKET (U.S.) LTD.

Certificate of Status	0
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Florida Dept of State



February 2, 2006

FLORIDA DEPARTMENT OF STATE

Division of Corporations

NATIONAL CORPORATE RESEARCH LTD

SUBJECT: MERGERMARKET (U.S.) LTD.
REF: W06000005384

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The use of LIMITED or LTD. is not sufficient as a corporate suffix. The name must include a word such as INCORPORATED, INC., CORPORATION or CORP.

If you have any questions concerning the filing of your document, please call (850) 245-6855.

Tammy Hampton
Document Specialist

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Letter Number: 406A00007769

P.O. BOX 6327 - Tallahassee, Florida 32314

From:

02/02/2006 16:13 #001 P.003/005

H060000283403

**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. MERGERMARKET (U.S.) LTD., INC.

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

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

2. New York

(State or country under the law of which it is incorporated)

3. 90-0097465

(FEI number, if applicable)

4. July 3, 2004

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification

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

7. 3 East 28th Street, New York, New York 10016

(Principal office address)

(Current mailing address)

8. Internet Financial News Source and any other lawful thing.

(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: **NATIONAL CORPORATE RESEARCH, LTD., INC.**

Office Address: **515 East Park Avenue**

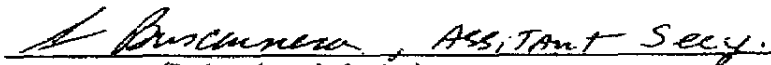
Tallahassee, Florida **32301**

(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.*


(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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From:

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A. DIRECTORS

Chairman: None

Address: _____

Vice Chairman: None

Address: _____

Director: Caspar Hobbs

Address: c/o Mergermarket, 91 Brick Lane, London E1 6QL, United Kingdom

Director: Gawn Rowan Hamilton

Address: c/o Mergermarket, 91 Brick Lane, London E1 6QL, United Kingdom

B. OFFICERS

President: Caspar Hobbs

Address: c/o Mergermarket, 91 Brick Lane, London E1 6QL, United Kingdom

Vice President: Gawn Rowan Hamilton

Address: c/o Mergermarket, 91 Brick Lane, London E1 6QL, United Kingdom

Secretary: Gawn Rowan Hamilton

Address: c/o Mergermarket, 91 Brick Lane, London E1 6QL, United Kingdom

Treasurer: None

Address: _____

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. Gawn Rowan Hamilton, Vice President

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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

From:

02/02/2006 16:13 #001 P.004/005

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**State of New York
Department of State } ss:**

I hereby certify, that the Certificate of Incorporation of **MERGERMARKET (U.S.) LTD.** was filed on 07/03/2003, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation. I further certify the following:

A Biennial Statement was filed 09/22/2005.

I further certify, that no other documents have been filed by such Corporation.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 30th day of January
two thousand and six.*

Daniel Shapiro
Special Deputy Secretary of State

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