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Brooks Options, Inc.

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July 2, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

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SUBJECT: BROOKS OPTIONS, INC.
REF: W07000031087

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The complete document was not received. Please refax the complete document, including the electronic filing cover sheet.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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Letter Number: 507A00042607

P.O BOX 6327 - Tallahassee, Florida 32314

**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. BROOKS OPTIONS, 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. Pennsylvania 3. 23-2250576
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. 7/3/83 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Commencing Business July 2, 2007.
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1515 N. Federal Highway, Suite 300, Office #29, Boca Raton, Florida 33432
(Principal office address)
1515 N. Federal Highway, Suite 300, Office #29, Boca Raton, Florida 33432
(Current mailing address)

8. Holding Company
(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: Autumn Nesbeth a/o Susquahanna International Group, LLP

Office Address: 1515 N. Federal Highway, Suite 300, Office #29
Boca Raton, Florida 33432
(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.

By: 
(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: See Addendum.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Addendum.

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. [Signature]
(Signature of Director or Officer listed in number 12 of the application)

14. Brian Sullivan, Treasurer
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

ADDENDUM

12. Names and business address of officers and/or directors:

A. DIRECTORS

Eric Brooks
1515 N. Federal Highway
Suite 300, Office #29
Boca Raton, Florida 33432

B. OFFICERS

President: Eric Brooks
1515 N. Federal Highway
Suite 300, Office #29
Boca Raton, Florida 33432

Treasurer: Brian Sullivan
1515 N. Federal Highway
Suite 300, Office #29
Boca Raton, Florida 33432

Secretary: Joel Greenberg
1515 N. Federal Highway
Suite 300, Office #29
Boca Raton, Florida 33432

Asst. Sec.: Todd Silverberg
1515 N. Federal Highway
Suite 300, Office #29
Boca Raton, Florida 33432

COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

JUNE 29, 2007

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

BROOKS OPTIONS, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania and remains a subsisting corporation so far as the records of this office show, as of the date herein.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Pedro A. Cortis

Secretary of the Commonwealth

Certification Number: 8785304-1

Verify this certificate online at <http://www.corporations.state.pa.us/corp/soackb/verify.asp>