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Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850) 617-6381

From: Account Name : BERMAN, RENNERT, VOGEL & MANDLER, P.A.  
Account Number : 076103002011  
Phone : (305) 577-4177  
Fax Number : (305) 373-6036

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

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**FOREIGN PROFIT/NONPROFIT CORPORATION**  
**Eli Wilner & Co. Inc.**

Certificate of Status	0
Certified Copy	1
Page Count	01
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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P. 02

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION  
FOR AUTHORIZATION TO  
TRANSACTION 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. The name of the corporation is: **Eli Wilner & Co. Inc.**
2. The corporation was incorporated under the laws of the State of New York on June 11, 1985.
3. The date the corporation first transacted business in Florida was on July 20, 2010.
4. The duration of the corporation is perpetual.
5. The principal and mailing address of the corporation is:

1525 York Avenue  
New York, NY 10028

6. The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the State of New York and as permitted in the State of Florida.
7. The name and address of the registered agent and registered office of the corporation in the State of Florida is:

Registered Agents of Florida, LLC  
100 Southeast Second Street, Suite 2900  
Miami, Florida 33131-2130

8. Having been named as registered agent 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 relating 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 AGENTS OF FLORIDA, LLC

By: Charles J. Rennert, Jr.  
Charles J. Rennert, Vice President

9. Attached is a certificate of good standing duly authenticated not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State of New York.

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P. 03

10 AUG 25 AM 10:27

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

10. Names and Addresses of officers and directors of the corporation:

**A. Directors**

Name	Address
Eli Wilner	1525 York Avenue, New York, NY 10028

**B. Officers**

Title	Name	Address
CEO	Eli Wilner	1525 York Avenue, New York, NY 10028

IN WITNESS WHEREOF, the undersigned has duly executed this Application this 24<sup>th</sup> day of August, 2010.

ELI WILNER & CO. INC.

By: 

Name: Eli Wilner

Title: CEO

KACORPORATE -- OpenWAWilnerEli Wilner & CoApplication to do business in FL.doc

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

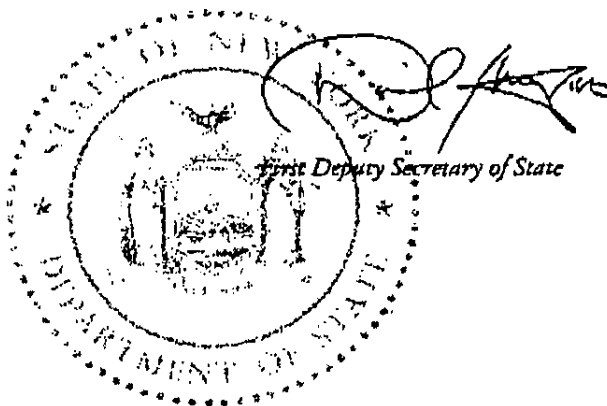
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I hereby certify, that the Certificate of Incorporation of ELI WILNER & CO. INC. was filed on 06/11/1985, 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.

\*\*\*

*WITNESS my hand and the official seal  
of the Department of State at the City of  
Albany, this 19th day of August two  
thousand and ten.*

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