

F 11000004311

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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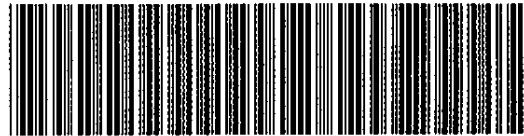
(Business Entity Name)

(Document Number)

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6229
W11000051455

for 10/26/11

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: TALON METALS CORP.
Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Shawn Harris

Name of Person

TALON METALS CORP.

Firm/Company

110 Sheppard Avenue East, Suite 610

Address

Toronto Ontario Canada M2N 6Y8

City/State and Zip code

harris@tauCapital.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Andrew S. Tarbman
Name of Person CPA

at (954) 315-7100
Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☒ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

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TALLAHASSEE, FLORIDA

October 5, 2011

RECEIVED

OCT 17 2011

SHAWN HARRIS
110 SHEPPARD AVENUE EAST
SUITE 610
TORONTO ONTARIO CANADA M2N 6,

SUBJECT: TALON METALS CORP.
Ref. Number: W11000051455

We have received your document for TALON METALS CORP. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Florida law requires the street address of the principal office and, if different the mailing address of the entity. A post office box is not acceptable for the principal office.

Please return the corrected original and one copy of your document, along with 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) 245-6973.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 711A00022969

Form
→ ~~Letter~~ corrected with physical address,
please see attached.

Holly Amsterdam
c/o Talon Metals Corp
Tau Capital Corp
110 Sheppard Ave. East
Suite 610
Toronto, ON
M2N 6Y8 CANADA
416-361-9636

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**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. TALON METALS CORP.
(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. BRITISH VIRGIN ISLANDS 3. 98-1011612
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 5, 2005 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. June 2011
(Date first transacted business in Florida, if prior to registration)
*SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. CRAIGMUIR CHAMBERS, RUSSELL HILL ROAD, ROAD TOWN, TORTOLA, B.V.I.
(Principal office address)
110 Sheppard Ave East, Suite 610, Toronto, Ontario M2N 6Y8
(Current mailing address)

8. Mining exploration
(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: Andrew S Tarbman CPA

Office Address: 10167 W Sunrise Blvd #3
Plantation, Florida 33322
(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 S. Tarbman CPA
(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.

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

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A. DIRECTORS

Chairman: WARREN NEWFIELD

Address: 3 HARAKEVET STREET, BAKA, JERUSALEM 93502

ISRAEL

DIRECTOR

Vice Chairman: GREGORY S. KINROSS

Address: C/O INANDA GREENS, ST. ANDREW BLDG, UNIT 9, ALBERTIN
AVENUE, WIERDA VALLEY, SANDTON 2146 SOUTH AFRICA

Director: STUART COMLINE

Address: 3 FULLWELL ROAD, BRYANSTON, SANDTON
JOHANNESBURG, SOUTH AFRICA

Director: JONATHAN SCHNEIDER

Address: 25 PARK LANE, MAYFAIR, LONDON W1K 1RA
UNITED KINGDOM

B. OFFICERS

President: EDWARD GRANGER SCHOLTZ

CEO

Address: 5807 NW SR 45, NEWBERRY, FLORIDA, USA
32669

Vice President: PAULO ILIDIO DE BRITO

Address: C/O AV. JORNALISTA RICARDO MARINHO, 360, SALA 113

ED. COSMOPOLITAN, BARRA DA TIJUCA, RIO DE JANEIRO CEP 22631-350
BRAZIL

COO
Secretary: LUIS MAURICIO FERRAUCHO AZEVEDO

Address: AV. JORNALISTA RICARDO MARINHO, 360, SALA 113, ED COSMOPOLITAN
BARRA DA TIJUCA, RIO DE JANEIRO, CEP 22631-350 - BRAZIL

CEO
Treasurer: NELSON F. M. PFALTZGRAFF

Address: RUA BENTO LISBOA, 170-A CATETE CEP RIO DE JANEIRO RJ

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

13. Warren Newfield

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Warren Newfield - Director

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

ADDENDUM

12. DIRECTORS cont'd

1. **Director:** Francis (Frank) Crothers
Address: PO Box N7776, 1st Floor, Templeton Building, West Bay Street, Lyford Cay, Nassau
Bahamas
2. **Director:** Carl M. Ravinsky
Address: Lavery, De Billy, L.L.P – Suite 4000, 1 Place Ville Marie, Montreal Quebec, H3B 4M4
CANADA
3. **Director:** Luis Mauricio Ferraiuoli Azevedo
Address: Av. Journalista Ricardo Marinho, 360, Sala 113, Ed Cosmopolitan, Barra Da Tijuca, Rio
De Janeiro, CEP 22631-350, BRAZIL

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**TERRITORY OF THE BRITISH VIRGIN ISLANDS
BVI BUSINESS COMPANIES ACT, 2004**

**CERTIFICATE OF GOOD STANDING
(SECTION 235)**

The REGISTRAR OF CORPORATE AFFAIRS, of the British Virgin Islands HEREBY CERTIFIES
that, pursuant to the BVI Business Companies Act, 2004,

Talon Metals Corp.

BVI COMPANY NUMBER: 649782

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1. Is on the Register of Companies;
2. Has paid all fees, annual fees and penalties that are due and payable;
3. Has not filed articles of merger or consolidation that have not become effective;
4. Has not filed articles of arrangement that have not yet become effective;
5. Is not in voluntary liquidation; and
6. Proceedings to strike the name of the company off the Register of Companies have not been instituted.



[Handwritten Signature]

REGISTRAR OF CORPORATE AFFAIRS
27th day of July, 2011