

Division of Corporations

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## Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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## To:

Division of Corporations

Fax Number : (850) 922-4003

## From:

Account Name : RUDEN, MCCLOSKEY, SMITH, SCHUSTER &amp; RUSSELL, P.A.

Account Number : 076077000521

Phone : (954) 761-2910

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## FOREIGN PROFIT QUALIFICATION

Oceancrest Merchant Group, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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**APPLICATION BY FOREIGN CORPORATION FOR  
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 807.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. OCEANCREST MERCHANT GROUP, INC.  
(Name of corporation: the word "INCORPORATED," "COMPANY," or "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. DELAWARE  
(State or country under the law of which it is incorporated)
3. MAY 18, 1998  
(Date of Incorporation)
4. PERPETUAL  
(Duration)
5. APPLIED FOR  
(Federal Employer Identification Number, if applicable)
6. UPON FILING  
(Date first transacted business in Florida. See Sections 807.1501, 807.1502, and 817.155, F.S.)
7. 6700 N. ANDREWS AVENUE, SUITE 401, FORT LAUDERDALE, FLORIDA 33309  
(Current mailing address)
8. To engage in any lawful business in which a corporation may engage under Florida law.  
(Corporate purpose and nature of business in which it is engaged in Florida)
9. Name and Street address of Florida registered agent:  
 Name: Elliot Loewenstern  
 Office Address: 6700 N. Andrews Avenue, Suite 401  
Fort Lauderdale, Florida 33309  
 Zip Code

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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.

Prepared by: Thomas O. Katz, Esq.  
 FL Bar #355836  
 Roden McClosky, Etal.  
 P.O. Box 1900  
 Ft. Lauderdale, FL 33301  
 (954) 764-6660

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## 12. Names and addresses of officers and or directors:

## A. Directors:

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Elliot LoewensternAddress: 6700 N. Andrews Avenue, Suite 401, Fort Lauderdale, Florida 33309

Director: \_\_\_\_\_

Address: \_\_\_\_\_

## B. Officers:

President: Elliot LoewensternAddress: 6700 N. Andrews Avenue, Suite 401, Fort Lauderdale, Florida 33309Vice President: Elliot LoewensternAddress: 6700 N. Andrews Avenue, Suite 401, Fort Lauderdale, Florida 33309Secretary: Elliot LoewensternAddress: 6700 N. Andrews Avenue, Suite 401, Fort Lauderdale, Florida 33309Treasurer: Elliot LoewensternAddress: 6700 N. Andrews Avenue, Suite 401, Fort Lauderdale, Florida 33309

(If needed, you may attach an addendum to the application listing additional officers and/or directors).

13.  \_\_\_\_\_

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Elliot Loewenstern, President

(Name and capacity of person signing application)

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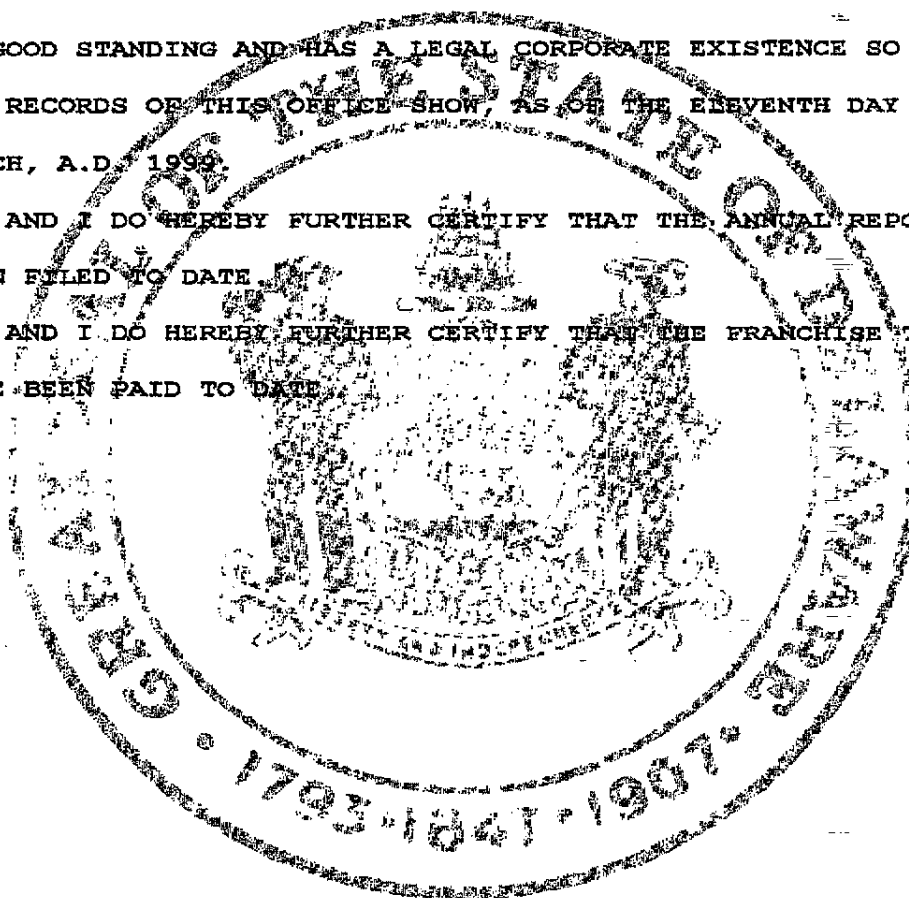
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State of Delaware  
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "OCEANCREST MERCHANT GROUP, 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 ELEVENTH DAY OF MARCH, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



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*Edward J. Freel*  
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

9621903

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