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MGA
MERCER GLOBAL ADVISORS

Corporate Offices
1801 East Cabrillo Boulevard
Santa Barbara, California 93108

(805) 565-1681
FAX (805) 565-1964
www.mgadvisors.com

Professional Financial Solutions

May 18, 1999

W99-12562

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

Re: Application by Mercer Global Securities LLC for Authorization to Transact Business in Florida

Dear Division of Corporations:

Enclosed, please find Mercer Global Securities LLC's Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida and Affidavit, the Designation of Registered Agent, a Certificate of Existence from the state of California, and a check for $285 to cover the $250 and $35 filing fees.

Please send the acknowledgment to my attention at the above address. If you have any questions, I can be reached at (805) 565-2624 or via e-mail at sstandish@mgadvisors.com. Thank you for your assistance in this matter.

Sincerely,

Samantha Standish
Legal Department

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****285.00 ****285.00

Samantha Standish GAVE
AUTHORIZATION BY PHONE TO
CORRECT Insert date 1st Trans. Bus.
DATE 6-4-99
DOC. EXAM MGH

Name Availability	
Document Examiner	
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Acknowledgement	
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Mercer Global Securities, LLC
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)

2. California
(Jurisdiction under the law of which foreign limited liability company is organized)

3. ____________
(FEI number, if applicable)

4. August 14, 1995
(Date of Organization)

5. December 31, 2025
(Duration: Year limited liability company will cease to exist or "perpetual")

6. 2/11/99
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)

7. 1801 East Cabrillo Blvd., Santa Barbara
California 93108
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR]who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
Gene L. Dongieux, Jr. 1801 E. Cabrillo Blvd. Santa Barbara, CA 93108	MGRM		

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 21 PM 1:45

9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS
CALIFORNIA LIMITED LIABILITY COMPANY

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the 14th day of August, 1995, MERCER GLOBAL SECURITIES LLC, became recognized under the laws of the State of California by filing its Articles of Organization in this office; and

That no record exists in this office of a certificate of cancellation of said limited liability company nor of a court declaring cancellation thereof; and

That according to the records of this office, the said limited liability company is authorized to exercise all its powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition of this limited liability company.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this 13th day of May, 1999.

Bill Jones

BILL JONES
Secretary of State

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Mercer Global Securities LLC

2. The name and the Florida street address of the registered agent and office are:

Mark Lepzinski
(Name)

4200 W. Cypress St., Suite 479
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tampa, FL FL 33607
City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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.

(Signature)

Filing Fee: $ 35 for Designation of Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

The undersigned member or authorized representative of a member of Mercer Global Securities LLC certifies:

1) the above named limited liability company has at least one member;

2) the total amount of cash contributed by the member(s) is $ 99,605 -;

3) if any, the agreed value of property other than cash contributed by member(s) is $ ø ;
(A description of the property is attached and made a part hereto.)
and

4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is $ 99,605 -.
(This total includes amounts from 2 and 3 above.)

Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Gene L. Dongieux, Jr., Manager
Typed or printed name of signee

Filing Fee: $250.00 for Application and Affidavit