



January 23, 2012

Securities and Exchange Commission
450 Fifth Street,
Washington, DC 20544-0001

Re: F C Technologies, Inc. - Offer of Attorney

Re: Items that may concern

This is to confirm that I have granted each of the individuals listed on the authority to, on my behalf, execute and file the Initial Statement of Beneficial Ownership of Securities Form 3A, the Statement of Changes in Beneficial Ownership of Securities Form 4A and the Annual Statement of Changes in Beneficial Ownership Form 5A, as my attorney in fact.

Such offer of attorney shall remain in full force and effect until either I am no longer subject to the reporting requirements under Section 1B of the Securities Act of 1933, as amended or I have notified you in written notice withdrawing this authority.

The individuals who are authorized to act as my attorney in fact under this offer of attorney are as follows:

Jeremy Carr
Pisa, Arizona
Executive Director
Executive Director (United States)
James Sullivan
Arizona

This offer of attorney is effective immediately upon filing with the Securities and Exchange Commission and, for purposes of my future Form 4 and Form 5 filings, replaces and renounces all other offers of attorney previously filed by me.

Sincerely,

James Sullivan

James Sullivan