

F95000002060



STARBOARD
CAPITAL
MARKETS
INC.

TRANSMITTAL LETTER

000001474916
0-703/95--01013- 003
*****78.75 *****78.75

TO: QUALIFICATION / TAX LIEN SECTION
DIVISION OF CORPORATIONS

SUBJECT: Starboard Capital Markets Inc.
(Name of Corporation - must include suffix)

Dear Sir or Madam:

W95-5214

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

Please return all correspondence concerning this matter to the following:

James I. Dotzman, Managing Director
(Name of Person)
Starboard Capital Markets Inc.
(Firm/Company)
Two Logan Square, Suite 2550
(Address)
Philadelphia, PA 19103
(City, State and Zip Code)

4/27

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 27 PM 3:40

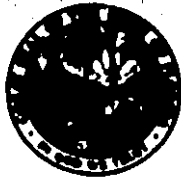
Should you need to call someone concerning this matter, please call:

James I. Dotzman at (215) 656-4140
(Name of Person) (Area Code & Daytime Telephone Number)

Courier Address:
Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Mailing Address:
Qualification/Tax Lien Sec.
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

TWO LOGAN SQUARE
SUITE 2550
PHILADELPHIA, PA 19103
215-656-4140
FAX 215-656-4160



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 9, 1995

**JAMES J. DOTZMAN, MANAGING DIRECTOR
STARBOARD CAPITAL MARKETS, INC.
TWO LOGAN SQUARE, SUITE 2550
PHILADELPHIA, PA 19103**

**SUBJECT: STARBOARD CAPITAL MARKETS, INC.
Ref. Number: W9500005214**

We have received your document for STARBOARD CAPITAL MARKETS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

The date first transacted business in Florida within the meaning of s. 607.1501, F.S., must be set forth in section 6 of the application. If the corporation has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office is required to collect the minimum civil penalty of \$500 for each year other than the application filing year, that a foreign corporation transacts business in this state without authority along with the past annual report fees due this office.)

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please note that we are returning the certified copy you submitted, as it is not necessary for filing.

A corporation may not serve as its own registered agent. Please designate an individual, another active domestic corporation, or a foreign corporation authorized to transact business within this state, having a Florida street address identical with that of the registered office.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.



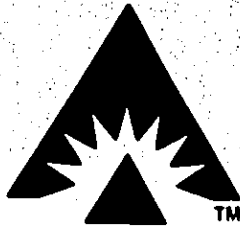
FLORIDA DEPARTMENT OF STATE

If you have any questions concerning the filing of your document, please call
(904) 487-6958.

Sandra B. Mortham
Secretary of State

Lee Rivers
Document Examiner

Letter Number: 295A00010548



STARBOARD
CAPITAL
MARKETS
INC.

April 21, 1995


Lee Rivers
Document Examiner
Qualification/Tax Lien Sec.
PO Box 6327
Tallahassee, FL 32314

Re: Starboard Capital Markets Inc.
Tax ID # 23-2770786

The attached application is being resubmitted for your review and acceptance as requested in your letter to me dated March 9, 1995. Thank you for your time and cooperation in completing this application.

If you have any questions or comments, do not hesitate to contact me.

Sincerely,


James J. Dotzman
Managing Director

jjd/mee
enclosures

TWO LOGAN SQUARE
SUITE 2550
PHILADELPHIA, PA 19103
215-656-4140
FAX 215-656-4160

**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. Starboard Capital Markets, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "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. Pennsylvania 3. 23-2770786
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 7/15/94 5. N/A
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification
(Date first transacted business in Florida. (See sections 607.1601, 607.1602, and 817.165, F.S.)

7. Two Logan Square, Suite 2550
Philadelphia, PA 19103
(Current mailing address)

8. Investment Securities Broker/Dealer
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

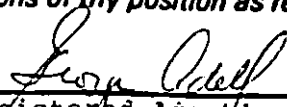
9. **Name and street address of Florida registered agent:**

Name: George Adell

Office Address: Three Palms Center, Ste 440, 2141 Alternate A1A South
Jupiter, Florida, 33477
(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.


(Registered Agent's Signature)
- George Adell -

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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 27 PM 3:40

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

A. DIRECTORS

Chairman: W. Tyson Perry III

Address: 331 Woodland Avenue
Haddonfield, NJ 08033

Vice Chairman: N/A

Address: _____

Director: Edmund M. Deeter III

Address: 218 Hillcrest Road
Strafford, PA 19087

Director: James J. Dotzman

Address: 8229 Corbett Avenue
Pennsauken, NJ 08109

B. OFFICERS

President: W. Tyson Perry III

Address: (see above)

Vice President: Edmund M. Deeter III

Address: (see above)

Secretary: James J. Dotzman

Address: (see above)

Treasurer: _____

Address: _____

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

13.

James J. Dotzman, Managing Director
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

James J. Dotzman, Managing Director
(Typed or printed name and capacity of person signing application)



COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

03/28/1995

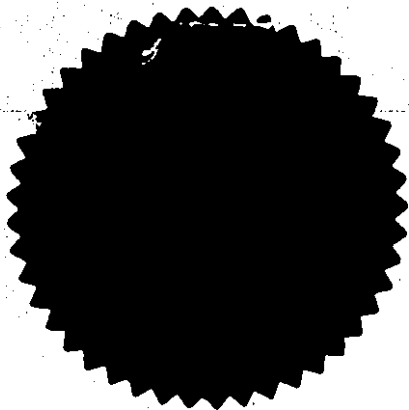
TO ALL WHOM THESE PRESENTS SHALL COME, GREETING

SECRETARY OF STATE
DIVISION OF CORPORATIONS
APR 27 3:10 PM '95

I DO HEREBY CERTIFY THAT,

STARBOARD CAPITAL MARKETS: INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania and remains a subsisting corporation so far as the records of this office show, as of the date herein.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Secretary of the Commonwealth

CKEI