9900000088

January 27,1999

CAPITAL MANAGEMENT, INC.

Florida Dept. of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Dear Sirs:

Enclosed please find the following:

- 1. APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA.
- 2. AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP.
- 3. A check made payable to the "Department of State" for a total amount of \$1.750.00.

If you require additional information please call.

Sincerely,

Martin H. Bergin

-02/01/99---01143---022 ***1750.00 ***1750.00

900002761139---02/22/99--01137--023

*****35.00 *****35.00

River One Office Plaza • 309 East Osceola Street • Stuart, Florida 34994 Voice: (561) 286-4777 Fax: (561) 286-5366 E-mail: dunncap@gate.net



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

February 3, 1999

MARTIN H. BERGIN DUNN CAPITAL MANAGEMENT, INC. 309 E. OSCEOLA ST. STUART, FL 34994

SUBJECT: ORION FINANCIAL TRADERS, L.P.

Ref. Number: W99000002764

We have received your document for ORION FINANCIAL TRADERS, L.P. and your check(s) totaling \$1750.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 620.108, Florida Statutes, requires the address of the office where the records are to be kept be included in the certificate.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

There is a balance due of \$35.00.

Please return 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) 487-6025.

Letter Number: 399A00004797

Cathy A Mitchell Corporate Specialist SECRETARY OF STATE
DIVISION OF CORPORATIONS

Florida Department of State, Sandra B. Mortham, Secretary of State

APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

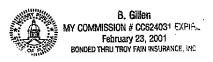
1. Orion Financia Traders, L.P. (Name of limited parmership as it is in the home state)
(Name of limited partnership as it is in the home state)
2
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")
3. <u>Delaware</u> 4. <u>June 6, 1998</u> (State of Formation) (Date of Formation)
5. William A. Punn (Name of Registered Agent for Service of Process)
6. 309 E. Osceola St, Suite Zo8 (Street Address of Registered Office)
Stuart
(City) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process:
(Agent must sign on this line)
8. 309 E. Osceola St, Suite ZO8
Stuart FL 34994 (Address of registered office required in state of formation or, if not required, address of principal office.)
O NAMES OF COURT AS A PROPERTY
9. NAMES OF GENERAL PARTNERS STREET ADDRESS
Dunn Capital Munagement, Inc. 309 E. Osceola St.,
Stuart, FL 34994
10 Dann Capita Management Inc. 309 E. Osceola St., Stuart, FL 34994 (Office where Names. Addresses and Contributions of Limited Partners are kept.)
11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the

limited partner or limited partners until the limited partnership's registration in Florida is canceled or

CONTINUED

withdrawn.

12. Drion Financial Traders, L.P., 610 Dunn Capital Management, Inc.
309 E Osceola st., Stuart, FL 34994 (Mailing Address of Limited Partnership)
Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.
This 27th day of January , 19 99 SECRET OF THE General Partner
STATE OF Florida AN ID: STATE OF Florida COUNTY OF Martin 25
On this 26th day of JANUARY, 1999. William A. Dunn personally appeared before me.
who is personally known to me
whose identity I proved on the basis of
B BO)
B. Gillen (Notary's Printed Name)
Seal My Commission Expires: 2/23/01



AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared as the president of Dunn Capital Management, Inc. the general partner of Orion Financial Traders, L.P. a Delaware limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

- 1. The amount of capital contributions of the limited partners is \$3,200,000.00
- 2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$999,999,999.00

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct, to the best of my knowledge and belief.

This 26 day of Jenuary, 1999

STATE OF <u>FLORIDA</u>

COUNTY OF MARTIN

General Partner

William A. Dunn

NOTARY

B. Gillen

MY COMMISSION # CC624031 EXPIRES

PBBNBED THRU TROY FAIN INSURANCE, INC.