

F01000004046

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: MOMENTUM TRADING GROUP, Ltd.
(Name of corporation - must include suffix)

Dear Sir or Madam: 00855-00310A00647-02963

MJH

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

Please return all correspondence concerning this matter to the following:

SCOTT C. ROE

(Name of Person)

MOMENTUM TRADING GROUP, LTD.

(Firm/Company)

500 EAST BROWARD BOULEVARD SUITE 1620

(Address)

FORT LAUDERDALE, FL 33394

(City/State and Zip code)

400004437924--2
-06/22/01--01092--004
*****87.50 *****87.50

For further information concerning this matter, please call:

SCOTT C. ROE

(Name of Person)

at (954) 764-7550

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☒ \$87.50 Filing Fee, Certificate of Status & Certified Copy

Scott Roe GAVE
AUTHORIZATION BY PHONE TO
CORRECT Name on Resolution

DATE 7-6-01 *8/1 received new Resolution w/ Orca Funds
DOC. EXAM mjt - add corp suffix (inc.)



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 25, 2001

SCOTT C. ROE
MOMENTUM TRADING GROUP, LTD.
500 EAST BROWARD BOULEVARD, STE 1620
FORT LAUDERDALE, FL 33394

SUBJECT: MOMENTUM TRADING GROUP, LTD.
Ref. Number: W01000014669

We have received your document for MOMENTUM TRADING GROUP, LTD. and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

A certificate of existence or a certificate of good standing, 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 return 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) 487-6051.

Michelle Hodges
Document Specialist

Letter Number: 001A00038274

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned SCOTT C. ROE, do hereby certify
(Name)

that this Resolution of the Board of Directors of MOMENTUM TRADING GROUP, LTD.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of NEVADA,

was duly adopted on MAY 22, 2001.

Be it resolved, that MOMENTUM TRADING GROUP, LTD.,
(Corporate Name)

organized and existing in the State of NEVADA, hereby adopts the name
ORCA FUNDS, INC. for use in Florida.

Dated: JULY 30, 2001

Scott C. Roe AS SECRETARY
Signature of either Chairman, Vice Chairman or any officer

SCOTT C. ROE
Type or print name

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**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. MOMENTUM TRADING GROUP, LTD.

(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. NEVADA, UNITED STATES

(State or country under the law of which it is incorporated)

3. 65-1109903

(FEI number, if applicable)

4. MAY 22, 2001

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. UPON QUALIFICATION

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 500 EAST BROWARD BOULEVARD SUITE 1620 FT. LAUD., FL 33394

(Principal office address)

500 EAST BROWARD BOULEVARD SUITE 1620 FT. LAUD. FL 33394

(Current mailing address)

8. TRADE EQUITIES AND CURRENCIES

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: SCOTT C. ROE

Office Address: 500 EAST BROWARD BLVD. SUITE 1620

FORT LAUDERDALE

(City)

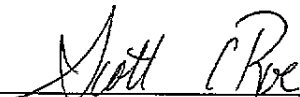
33394

(Zip code)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

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

A. DIRECTORS

Chairman: _____

Address: _____

DIRECTOR

Vice Chairman: DONALD C. O'NEILL

Address: 500 EAST BROWARD BLVD. SUITE 1620

FORT LAUDERDALE, FL 33394

Director: SCOTT C. ROE

Address: 500 EAST BROWARD BLVD. SUITE 1620

FORT LAUDERDALE, FL 33394

Director: MARK C. COE

Address: 500 EAST BROWARD BLVD. SUITE 1620

FORT LAUDERDALE, FL 33394

B. OFFICERS

President: DONALD C. O'NEILL

Address: 500 EAST BROWARD BLVD. SUITE 1620

FORT LAUDERDALE, FLORIDA 33394

Vice President: _____

Address: _____

Secretary: SCOTT C. ROE

Address: 500 EAST BROWARD BLVD. SUITE 1620 FT. LAUD., FL 33394

Treasurer: MARK C. COE

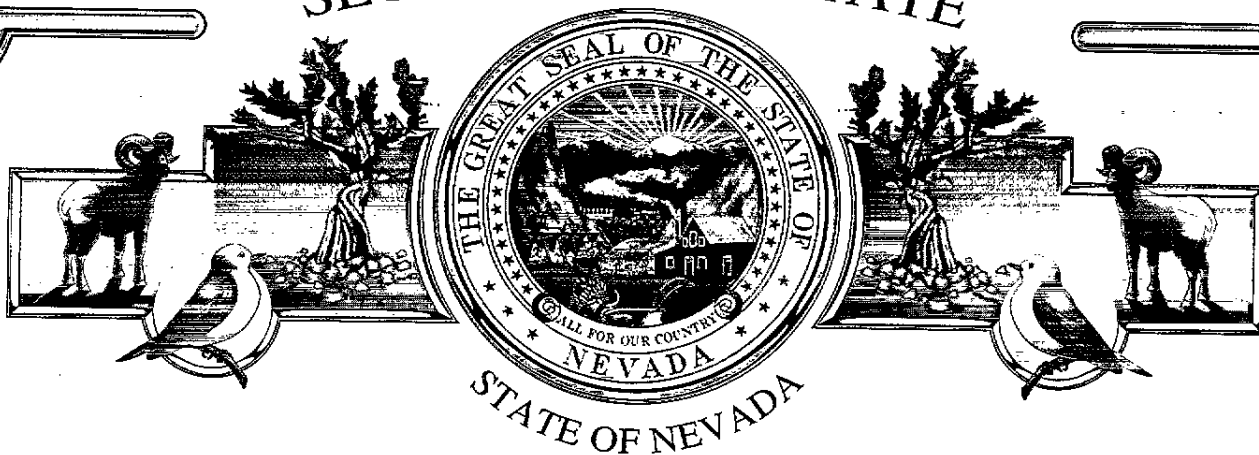
Address: 500 EAST BROWARD BLVD. SUITE 1620 FT. LAUD., FL 33394

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

13. [Signature] AS PRESIDENT Scott C. Roe AS SECRETARY Mark C. Coe AS TREASURER
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. DONALD C. O'NEILL SCOTT C. ROE MARK C. COE
(Typed or printed name and capacity of person signing application)

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **MOMENTUM TRADING GROUP, LTD.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since May 22, 2001, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of State, at my office, in
Carson City, Nevada, on July 27, 2001.



Dean Heller

Secretary of State

By

Chabon

Certification Clerk