

FO20000006418

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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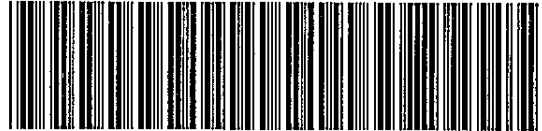
(Business Entity Name)

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02 DEC 27 PM 1:01
DIVISION OF CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FO2-6418
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ACCOUNT NO. : 072100000032

REFERENCE : 869081 4320916

AUTHORIZATION :

COST LIMIT :

Patricia Pijoto

ORDER DATE : December 27, 2002

ORDER TIME : 11:04 AM

ORDER NO. : 869081-025

CUSTOMER NO: 4320916

CUSTOMER: Marty Pomerance, Paralegal
Dorsey & Whitney L.l.p.
250 Park Avenue

New York, NY 10177

FOREIGN FILINGS

NAME: PARADIGM CAPITAL U.S. INC.

XXXX QUALIFICATION (TYPE: CQ)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Parramore -- EXT# 1147

EXAMINER: _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**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. PARADIGM CAPITAL U.S. 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. Ontario, Canada 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. February 10, 2000 5. perpetual
(Date of incorporation) (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. 95 Wellington Street West, Suite 2101, Toronto, Ontario M5J 2N7
(Principal office address)

(Current mailing address)

8. Securities Brokerage
(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (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.

Corporation Service Company

Ann R. Shilling
(Registered agent's signature)

Ann R. Shilling, Assistant Vice President

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.

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

A. DIRECTORS

Chairman: SEE SCHEDULE A HERETO.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE SCHEDULE A HERETO.

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. J. DAVID BATES, CHIEF FINANCIAL OFFICER

(Typed or printed name and capacity of person signing application)

**SCHEDULE A
LIST OF OFFICERS AND DIRECTORS**

The address of the officers and directors named below is 95 Wellington Street West,
Suite 2101, Toronto, Ontario M5J 2N7.

Name

Title

David Roland Pierce

Chief Executive Officer and Director

John David Bates

Chief Financial Officer and Director

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TALLAHASSEE, FLORIDA

Request ID: 004811243
Demande n°:
Transaction ID: 19821281
Transaction n°:
Category ID: CT
Catégorie:

Province of Ontario
Province de l'Ontario
Ministry of Consumer and Commercial Relations
Ministère de la Consommation et du Commerce
Companies Branch
Direction des compagnies

Date Report Produced: 2002/12/23
Document produit le:
Time Report Produced: 15:22:53
Imprimé à:

Certificate of Status Certificat de statut

This is to certify that according to the
records of the companies branch

Je certifie par les présentes que, conformément
aux dossiers de la Direction des compagnies,

PARADIGM CAPITAL U.S. INC.

Ontario Corporation No.

Numéro matricule de la personne morale en Ontario

001401123

is a corporation incorporated,
amalgamated or continued under
the laws of the Province of Ontario.

est constituée, fusionnée ou prorogée en vertu
des lois de la province de l'Ontario.

The corporation came into existence on

La personne morale a été fondée le

FEBRUARY 10 FÉVRIER, 2000

and has not been dissolved.

et n'a pas été dissoute.

Dated

Fait le

DECEMBER 23 DÉCEMBRE, 2002

Director (A)
Directrice intérimaire

The issuance of this certificate in electronic form is authorized by the Director of Companies Branch.
La délivrance du présent certificat sous forme électronique est autorisée par la Directrice de la Direction des compagnies.