

F98000004792

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: FINANTECH, INC.
(Name of corporation - must include suffix)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 24 AM 9:02

Dear Sir or Madam:

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.

98/24

Please return all correspondence concerning this matter to the following:

ALDO PEREZ

(Name of Person)

FINANTECH, INC.

(Firm/Company)

1172 SOUTH DIXIE HIGHWAY, SUITE # 429

(Address)

CORAL GABLES, FL. 33146

(City/State/Zip)

W98-16560

700002593687--6
-07/21/98-01016-005
***122.50 ***122.50

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

MARTIN LUYTJES

(Name of Person)

at (305) 662-2377

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Confidential
A94-40



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 21, 1998

ALDO PEREZ
FINANTECH, INC.
1172 S. DIXIE HWY., STE. 429
CORAL GABLES, FL 33146

SUBJECT: FINANTECH, INC.
Ref. Number: W98000016560

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We have received your document for FINANTECH, INC. and your check(s) totaling \$122.50. 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.

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) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 198A00038612

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned ALDO PEREZ, do hereby certify
(Name)

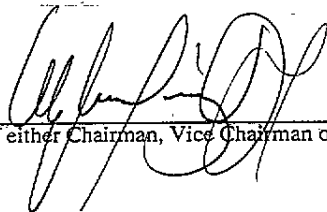
that this Resolution of the Board of Directors of _____
FINANTECH, INC.
(Corporate Name)

a corporation duly organized and existing under the laws of the State of NEVADA,
was duly adopted on AUGUST, 17, 19 98.

Be it resolved, that FINANTECH, INC.,
(Corporate Name)

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

Dated: 8-17-98



Signature of either Chairman, Vice Chairman or any officer

ALDO PEREZ, PRESIDENT & CEO
Type or print name

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DIVISION OF CORPORATIONS
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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. FINANTECH, 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. NEVADA
(State or country under the law of which it is incorporated)
3. 58-2396303 (EIN)
(FEI number, if applicable)
4. 3-27-98
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. 5-27-98
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 1172 SOUTH DIXIE HIGHWAY, SUITE #429
CORAL GABLES, FL. 33146
(Current mailing address)
8. GENERAL CORPORATION
(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: (P.O. Box or Mail Drop Box NOT acceptable)
Name: MARTIN LUYTJES
Office Address: 6890 SW 88th ST, B-403
MIAMI, Florida, 33156
(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)

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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DIVISION OF CORPORATIONS
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12. Names and addresses of officers and/or directors: (Street address **ONLY**- P. O. Box **NOT** acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: ALDO PEREZ

Address: 1172 SOUTH DIXIE HIGHWAY, SUITE #409
CORAL GABLES, FL. 33146

Vice Chairman: MARTIN LUYTJES

Address: 6890 SW 88TH ST, B-403
MIAMI, FL. 33156

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: ALDO PEREZ

Address: 1172 SOUTH DIXIE HIGHWAY, SUITE #409
CORAL GABLES, FL. 33146

Vice President: MARTIN LUYTJES

Address: 6890 SW 88TH ST, B-403, MIAMI, FL. 33156

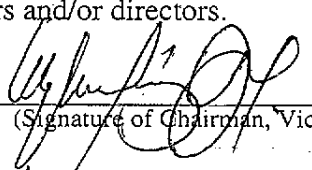
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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. ALDO PEREZ, PRESIDENT & CEO
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

FILED
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DIVISION OF CORPORATIONS
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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, and limited-liability partnerships 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, **FINANTECH, INC.**, 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 March 27, 1998, 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 June 8, 1998.



Dean Heller
Secretary of State

By *L. J. Laiter*
Certification Clerk