

F98000004883

Document Number Only

CT Corporation System

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32310 222-1092

City State Zip Phone

CORPORATION(S) NAME

000002589850--3
-07/15/98--01062--024
*****70.00 *****70.00

W98-16066

Fintek, Inc.

- ☒ Profit
☐ NonProfit
☐ Amendment
☐ Merger
☒ Foreign
☐ Dissolution/Withdrawal
☐ Limited Liability Company
☐ Limited Partnership
☐ Annual Report
☐ Other
☐ Reinstatement
☐ Name Registration
☐ Change of R.A.
☐ Fictitious Name
☐ UCC-1 Financing Statement
☐ UCC-3 Filing
☐ Certified Copy
☐ Photo Copies
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 15, 1998

CT CORP

SUBJECT: FINTEK, INC.
Ref. Number: W98000016066

We have received your document for FINTEK, INC. and your check(s) totaling \$70.00. 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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 198A00037647

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DIVISION OF CORPORATIONS

Please back-date
Thanks

**Unanimous Consent
of the
Board of Directors
of
Fintek, Inc.**

The undersigned, being all of the directors of Fintek Inc. ("the Corporation"), a Nevada corporation, pursuant to the authority of Section 78.322 of Title 7, Chapter 78, of the Nevada Revised Statute, do hereby consent to, authorize and adopt the following resolutions with the same force and effect as if the undersigned had been personally present at a meeting of the board of directors and had voted for the same.


WHEREAS, the corporation name is not available in the State of Florida, and the Corporation wished to do business in Florida, the board of directors deem the DBA to be Florida Capital Markets Services Inc. to be used in Florida, where the legal name is not available.

NOW, THEREFORE, BE IT RESOLVED, that the undersigned directors approve the DBA in Florida for the Corporation to be Florida Capital Markets Services Inc.

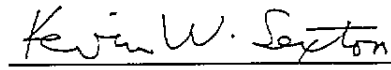
Dated: July 20, 1998



Nelson L. Stephenson



David Dworman



Kevin W. Sexton

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TALLAHASSEE FLORIDA

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. Fintek, 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. 13-3636004
(FEI number, if applicable)
4. November 8, 1991
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. 645 Fifth Avenue, 8th floor, New York, New York 10022
(Current mailing address)
8. To set up operations.
(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: CT Corporation System
Office Address: 1200 S. Pine Island Road
Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

Connie Bryan

(Registered agent's signature) (Officer)

Special Asst. Secy.

(Type Name and Title of Officer)

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TALLAHASSEE FLORIDA

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 addresses of officers and/or directors:

A. DIRECTORS

~~Chairman~~ Nelson L. Stephenson
Address: 645 Fifth Avenue, 8th Floor
New York, NY 10022

~~Vice Chairman~~ David Dworman
Address: 645 Fifth Avenue, 8th Floor
New York, NY 10022

Director: Kevin W. Sexton
Address: 645 Fifth Avenue, 8th floor
New York, New York 10022

Director: _____
Address: _____

B. OFFICERS

President: See attached list of officers
Address: _____

Vice President: _____
Address: _____

Secretary: _____
Address: _____

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TALLAHASSEE FLORIDA

Treasurer: _____

Address: _____

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

13. Darienne J. Donovan
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Darienne J. Donovan, Senior Vice President
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE FLORIDA

Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Officers of
Fintek, Inc.**

1. Nelson L. Stephenson, President
645 Fifth Avenue, 8th floor
New York, New York 10022
2. Kevin W. Sexton, Executive Vice President/Treasurer
645 Fifth Avenue, 8th floor
New York, New York 10022
3. Darienne J. Donovan, Senior Vice President/Secy./Asst. Treas.
645 Fifth Avenue, 8th floor
New York, New York 10022
4. Dina Penepent, Senior Vice President
645 Fifth Avenue, 8th floor
New York, New York 10022
5. John E. Warch, Senior Vice President
645 Fifth Avenue, 8th floor
New York, New York 10022
6. Brent J. Boyer, Vice President
645 Fifth Avenue, 8th floor
New York, New York 10022
7. Bryan T. Chandler, Vice President
645 Fifth Avenue, 8th floor
New York, New York 10022
8. Darren K. Davies, Vice President
645 Fifth Avenue, 8th floor
New York, New York 10022
9. Eric D. Grossberg, Vice President
645 Fifth Avenue, 8th floor
New York, New York 10022
10. Michael S. Kent, Vice President
645 Fifth Avenue, 8th floor
New York, New York 10022

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TALLAHASSEE FLORIDA

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE (including amendments)

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, **FINTEK, 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 November 8, 1991, and is in good standing in this state.

I FURTHER CERTIFY, that the above corporation has Articles of Incorporation and no amendments on file in this office as of the date of this certificate.

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 7, 1998.



Secretary of State

By

Certification Clerk

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SECRETARY OF STATE
CLERK
ALLAHBACH FLORIDA