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ACCOUNT NO. : 072100000032

REFERENCE : 409886 4812821

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia P. Pitt

ORDER DATE : October 12, 1999

ORDER TIME : 9:58 AM

ORDER NO. : 409886-010

100003018301--5

CUSTOMER NO: 4812821

CUSTOMER: Mr. Bernard G. Maas
Fulbright & Jaworski
666 Fifth Avenue
31st Floor
New York, NY 10103

FOREIGN FILINGS

NAME: MIDAS TRADING & TECHNOLOGY
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

99 OCT 19 PM 2: 06

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

(Handwritten mark)

RECEIVED
99 OCT 19 PM 12: 14
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

bk 10/19/99

**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. MIDAS TRADING & TECHNOLOGY 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. DELAWARE

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

3. 04 - 3479705

(FEI number, if applicable)

4. August 5, 1999

(Date of Incorporation)

5. PERPETUAL

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

6. No business has transacted at present

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1 Center Plaza

Boston, MA 02108 - 2003

(Current Mailing List)

8. Online Securities Trading

(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: The United States Corporation Company

Office Address: 1201 Hays Street

Tallahassee

, Florida

32301

(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.

By:

Vicki Schuber, Asst. V.P.
(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 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: None at present

Address:

Director: Bernd Schlutt

Address: c/o MIDAS AG
Lietzenburger Str. 107, 1707 Berlin, Germany

Director: Klaus Peter Möritz

Address: c/o MIDAS AG
Lietzenburger Str. 107, 1707 Berlin, Germany

Director: Steve Hollander

Address: 22 Avon Lane, Suite 1
Roslyn, NY 11577

B. **Officers (Street address ONLY - P.O. Box NOT acceptable)**

President: Thomas Meyer

Address: 1 ~~Centre Plaza~~ Center Plaza
Boston, MA 02108 - 2003

Vice-President: Bernd Schlutt

Address: c/o MIDAS AG
Lietzenburger Str. 107, 1707 Berlin, Germany

Secretary: Peter Manning

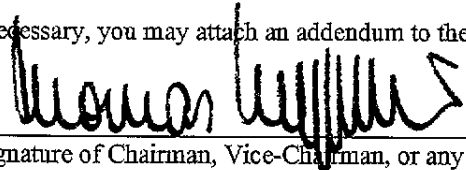
Address: 1 ~~Centre Plaza~~ Center Plaza
Boston, MA 02108 - 2003

Treasurer: None at present

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. Mr. Thomas Meyer, President

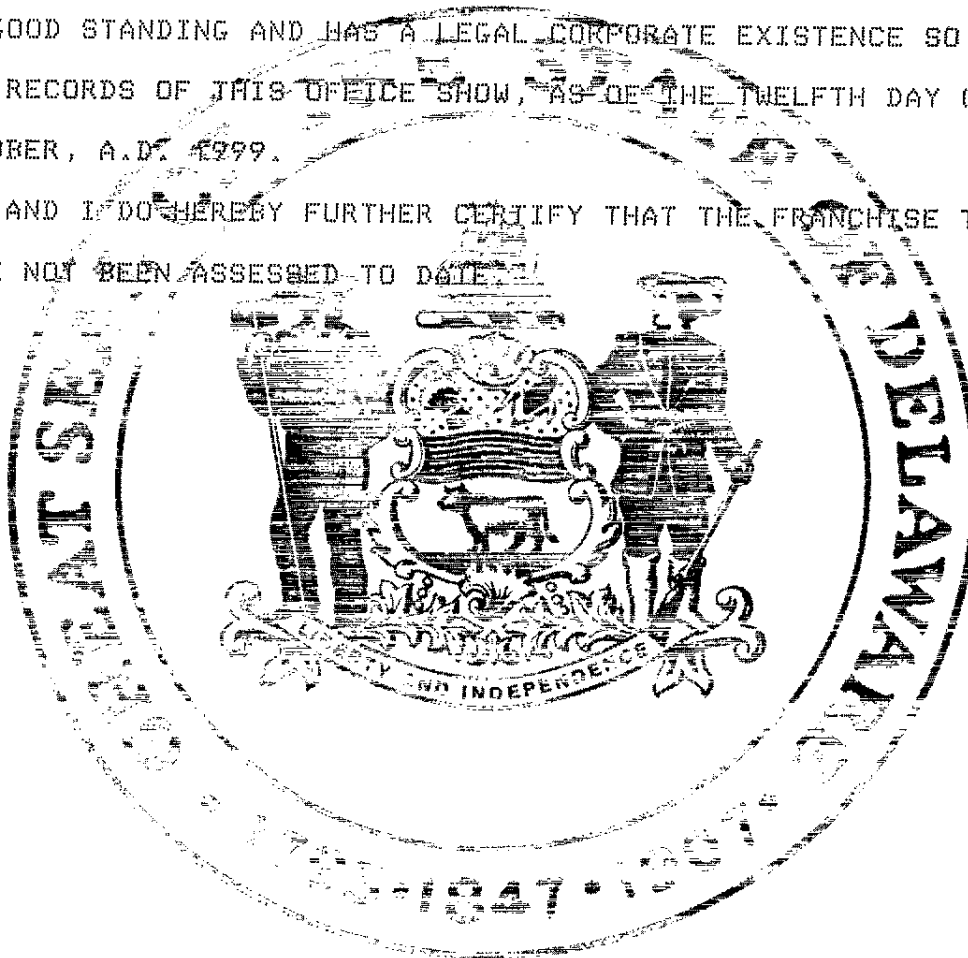
(Typed or printed name and capacity of person signing application)

RECEIVED
DIVISION OF CORPORATIONS
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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MIDAS TRADING & TECHNOLOGY INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWELFTH DAY OF OCTOBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

0021163

DATE:

10-12-99

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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