

L99000001992



ACCOUNT NO. : 072100000032

REFERENCE : 166814 7164722

AUTHORIZATION : *Patricia Pignatelli*

COST LIMIT : \$ 285.00

ORDER DATE : March 12, 1999

ORDER TIME : 10:30 AM

ORDER NO. : 166814-005

000002833270--8

CUSTOMER NO: 7164722

RECEIVED

99 APR -8 AM 11:2

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CUSTOMER: Mr. Daniel Uslander
MR. DANIEL USLANDER
MR. DANIEL USLANDER
111 Broadway
15th Floor
New York, NY 10006

DOMESTIC FILING

NAME: MATCHBOOK FX LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Name	<u>4/12/99</u>	CERTIFIED COPY
Availability	<u>XX</u>	PLAIN STAMPED COPY
	<u>ACC</u>	CERTIFICATE OF GOOD STANDING
Document Examiner	CONTACT PERSON: Robert Maxwell	
Updater	DCC	EXAMINER'S INITIALS: _____
Updater Verifier	DCC	
Acknowledgement	DCC	
W. P. Verifier	DCC	

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. NAME

The name of the Limited Liability Company is:

MATCHBOOK FX LLC

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 301 South Missouri Avenue, #205, Clearwater, Florida 33756.

ARTICLE III. DURATION

The period of duration for the Limited Liability Company shall be: 30 YEARS

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 301 South Missouri Avenue, #205, Clearwater, Florida 33756, and the name of the initial registered agent of the corporation at that address is Mark E. Yegge.

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TALLAHASSEE, FLORIDA

ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

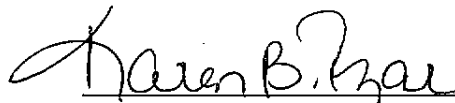
Member: Valhall Forex Incorporated
111 Broadway, 15th Floor
New York, New York 10006

Forex Digital Services Incorporated
619 North 35th Street, Suite 201M
Seattle, Washington 98103

Nextrade ECN
301 South Missouri Avenue, Suite 205
Clearwater, Florida 33756

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TALLAHASSEE, FLORIDA

The undersigned authorized representative of a member of MATCHBOOK FX LLC hereby executes these articles of organization on this 8th Day of April 1999.



BY: Karen B. Rozar
as its agent as authorized
representative of MATCHBOOK FX LLC

rwm

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

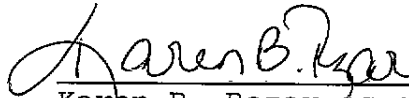
The undersigned member or authorized representative of a member of MATCHBOOK FX LLC deposes and says:

- 1) the above named limited liability company has at least two members:
- 2) the total amount of cash contributed by the member(s) is \$300:
- 3) if any, the agreed value of property other than cash contributed by member(s) is —:
- 4) the amount of cash or property anticipated to be contributed by member(s) is —:
- 5) the total amount of 2, 3, and 4 is: \$300

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TALLAHASSEE, FLORIDA

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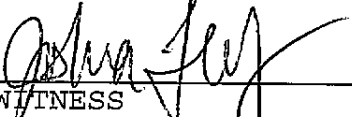
Karen B. Rozar as agent for Corporation Service Company in its capacity as authorized representative of a member of MATCHBOOK FX LLC

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TALLAHASSEE, FLORIDA

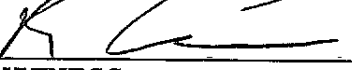
LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Corporation ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of MATCHBOOK FX LLC (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein by CSC without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this
18th day of MARCH, 1999.


WITNESS

JOSHUA LEVY
TYPED OR PRINTED NAME


WITNESS

RON COMERCHERO
TYPED OR PRINTED NAME


SIGNATURE

DANIEL USLANDER
TYPED OR PRINTED NAME

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

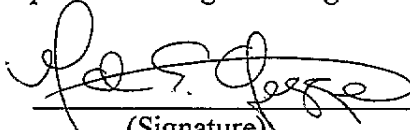
1. The name of the Limited Liability Company is: MATCHBOOK FX, LLC
2. The name and the Florida street address of the registered agent and office are:

Mark E. Yegge
(Name)

301 South Missouri, Ave., #205
(Florida Street address (P.O. Box NOT Acceptable))

Clearwater, Florida 33756
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature)

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