

State of Idaho

Office of the Secretary of State

CERTIFICATE OF AUTHORITY

OF

W.I.N. CAPITAL CORP.

File Number C 130873

I PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the Application for such Certificate.

Dated: October 20, 1999



Pete T. Cenarrusa
SECRETARY OF STATE

By *Kerri Kroach*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho

The undersigned Corporation applies for a Certificate of Authority and states as follows:

FILED
OCT 20 4 56 PM '99

1. The name of the corporation is W.I.N. Capital Corp.
2. The name which it shall use in Idaho is _____
3. It is incorporated under the laws of Florida
4. Its date of incorporation is 5/12/99
5. The address of its principal office is Old Port Cove Plaza, 1208 US Hwy One, North Palm Beach, Florida 33408-3540
6. The address to which correspondence should be addressed, if different than item 5, is _____
7. The street address of its registered office in Idaho is 300 North 6th Street, Boise, Idaho 83701
_____, and its registered agent in Idaho at that address is C T Corporation System
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>John P. Walsh</u>	<u>Director</u>	<u>Old Port Cove Plaza, 1208 US Hwy One, North Palm Beach, Florida</u>
<u>Denis S. Walsh</u>	<u>President and Director</u>	<u>Old Port Cove Plaza, 1208 US Hwy One, North Palm Beach, Florida</u>
<u>Mario Monteiro</u>	<u>Vice President & Treasurer</u>	<u>Old Port Cove Plaza, 1208 US Hwy One, North Palm Beach, Florida</u>
<u>Mary Therese Walsh</u>	<u>Secretary</u>	<u>Old Port Cove Plaza, 1208 US Hwy One, North Palm Beach, Florida</u>
_____	_____	_____
_____	_____	_____

Dated: 10/07/99

W.I.N. Capital Corp.

(Corporation name)

By _____

Mario Monteiro

Its _____

Vice President
(specify capacity of signer)

Customer Acct #:

IDAHO SECRETARY OF STATE

(If using pre-paid account)

10/21/1999
CK: 135025335 CT: 60662 BH: 259765

1 @ 100.00 = 100.00 AUTH PRO # 3
1 @ 20.00 = 20.00 EXPEDITE C # 4

C130873

State of Florida



Department of State

I certify from the records of this office that W.I.N. CAPITAL CORP., is a corporation organized under the laws of the State of Florida, filed on May 12, 1999.

The document number of this corporation is P99000043057.

I further certify that said corporation has paid all fees due this office through December 31, 1999, and its status is active.

I further certify that said corporation has not filed Articles of Dissolution.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Fourteenth day of October, 1999



CR2EO22 (1-99)

Katherine Harris

Katherine Harris
Secretary of State