

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

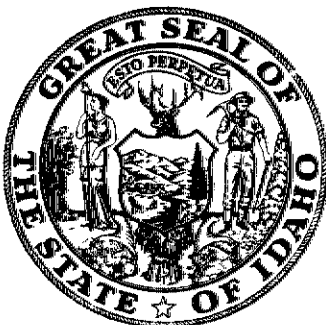
WHEAT, FIRST SECURITIES, INC.

File number C 119525

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of WHEAT, FIRST SECURITIES, INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

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

Dated: May 16, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *L. D. [Signature]*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

To the Secretary of State of Idaho

The undersigned Corporation applies for a Certificate of Authority and states as follows: May 16 11:01 AM '97

1. The name of the corporation is Wheat, First Securities, Inc.

SECRETARY OF STATE
STATE OF IDAHO
2. The name which it shall use in Idaho is _____
3. It is incorporated under the laws of Virginia
4. Its date of incorporation is 4/12/66 and its duration, if other than perpetual, is _____
5. The address of its principal office in the state or country under the laws of which it is incorporated is
901 East Byrd Street Richmond, Virginia 23219
6. The address to which correspondence should be addressed, if different than item 5, is _____
Post Office Box 1357, Richmond, Virginia 23218-1357
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 purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
Broker-dealer of securities
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>See attached lists.</u>		

10. The corporation accepts and shall comply with the Constitution and the laws of the State of Idaho.

Dated: May 15, 1997

Wheat, First Securities, Inc.
(Corporation name)

By

Howard Macneil
~~X President~~ ~~X Vice President~~ ~~X Secretary~~ ~~X Assistant Secretary~~
(please specify)

Sr. V.P. & Ass't. Gen'l. Counsel

Secretary of State use only IDAHO SECRETARY OF STATE
DATE 05/16/1997
0900 93456 2
CK #: 68676 CUST# 20168
AUTH PRO 1@ 100.00= 100.00
CORP SUR 1@ 20.00= 20.00
EXPEDITE C 1@ 20.00= 20.00
#: C

WHEAT, FIRST SECURITIES, INC.

Last Name	First Name, M.I.	Title	Street	City	State	Zip
Abernethy	Matthew E.	AVP	2031 Locust Street, #702	Philadelphia	PA	19103
Acey	David E.	MD	12817 Church Road	Richmond	VA	23233
Agner	Benjamin J.	SVP	14904 Lansgate Court	Midlothian	VA	23112
Albert	Brenda A.	AVP	17125 Lappans Road	Hagerstown	MD	21740
Alden	Priscilla K.	AVP	7465 Straight Oak Court	Mechanicsville	VA	23111
Algert	Susan E.	AVP	811 Marye Street	Fredericksburg	VA	22401
Allman	Kenyon L.	VP	5017 Lansdowne Drive	Durham	NC	27712
Ambrosino	Anthony G.	VP	10101 Robin Lee Lane	Glen Allen	VA	23060
Anderson	Scott R.	SVP	25 Albemarle Avenue	Richmond	VA	23226
Anderson	Stephen R.	SVP	113 Falcon Drive	Charlottesville	VA	22901
Anderson	Walter R.	MD	23 Rio Vista Lane	Richmond	VA	23226
Anderson	William S.	SVP	3508 Patterson Avenue	Richmond	VA	23221
Andrews	William F.	AVP	5007 W. Franklin Street	Richmond	VA	23226
Askew	Jeffrey S.	AVP	6704 Kirkwood Street	Richmond	VA	23230
Aulino	Charles M.	MD	5207 West Shore Drive	Midlothian	VA	23112
Austin	John K.	SVP	8301 Poplar Hollow Trail	Richmond	VA	23235
Avellino	Rita L.	SVP	7235 Mallard Place	Philadelphia	PA	19153
Baber	Cary C.	AVP	1602 Sandbag Way	Midlothian	VA	23113
Backus	Richard G. III	MD	3121 Chestnut Grove Court	Richmond	VA	23233
Baskerville	Laura Y.	AVP	3215 Monument Avenue	Richmond	VA	23221
Baugh	John A.	MD	6039 Renwick Drive	Glen Allen	VA	23060
Baxter	John H.	MD*	212 Nottingham Road	Richmond	VA	23221
Beane	Betty B.	AVP	P.O. Box 3818	Greenville	DE	19807
Beck	G. Stephen	VP	7342 Travellers Way	Mechanicsville	VA	23111
Beisel	Heidi L.	AVP	10925 Spray Court	Glen Allen	VA	23060
Berents	Kenneth T.	MD	116 Williamson Court	Richmond	VA	23229
Black	John D.	MD	2340 Vernon	Charlotte	NC	28211
Blake	Elizabeth D.	SVP	23 Maxwell Road	Richmond	VA	23226
Blevins	Robert L. Jr.	MD	1660 Overhill Road	Bristol	VA	24201
Bodine	James P.	SVP	1927 Panama Street	Philadelphia	PA	19103
Bohlin	Richard N.	SVP	725 Deercroft Drive	Blacksburg	VA	24060
Boland	Michael J.	MD	108 Rue D Orsay	Devon	PA	19333

WHEAT, FIRST SECURITIES, INC.

Bono	Michael J.	VP	#3 Knights Bridge Dr.	Randolph	NJ	07869
Bowman	Douglas M.	SVP	405 Walton Park Road	Midlothian	VA	23113
Bowman	Norman E.	VP	2412 Eagles View Place	Richmond	VA	23226
Boyd	Ann M.	AVP	10602 Clearpint Dr.	Chesterfield	VA	23832
Braden	Peter K.	SVP	18 Ralston Road	Richmond	VA	23229
Bradley	Jill F.	SVP	443 Lightfoot Road	Louisville	KY	40207
Branch-Kelley	Wanda	AVP	5903 Meadowood Lane	Richmond	VA	23237
Brandenburg	Lisa S.	AVP	P. O. Box 61	Myersville	MD	21773
Brandon	Jonathan C.	VP	2404 Crystal Ridge	Richmond	VA	23233
Brandon	Mary R.	AVP	9210 Groundhog Drive	Richmond	VA	23235
Bretz	Douglas H.	MD	5909 Moss Creek Road	Midlothian	VA	23113
Bridgman	Paula T.	AVP	917 Lafayette Avenue	Colonial Heights	VA	23834
Brisson	Yvonne W.	AVP	6377 Kristy Starr Lane	Mechanicsville	VA	23111
Brown	Brenda H.	AVP	107A Morris Street	Charleston	WV	25301
Brubaker	William J.	VP	3424 Windsor Drive	New Bern	NC	28526
Burkett	Kathleen W.	VP	3608 Woodlynne Place	Richmond	VA	23233
Bussey	Carla L.	AVP	712 57th Street	Vienna	WV	26105
Butcher	McBee Jr.	AVP	1919 Waverly Street	Philadelphia	PA	19146
Butler	William R.	SVP	498 Caisson Road	Fredericksburg	VA	22405
Call	John L.	SVP	21425 Georgia Avenue	Brookeville	MD	20833
Campbell	Larry D.	SVP	5301 10th Avenue	Vienna	WV	26105
Cartwright	Jon K.	VP	2320 Park Avenue	Richmond	VA	23220
Cavendish	Michael D.	SVP	621 Carriage Drive	Beckley	WV	25801
Cavey	Mary Beth	SVP	5751 Turkey Oak Road	Richmond	VA	23237
Charney	Douglas T.	SVP	2209 Market Street	Harrisburg	PA	17103
Chewning	Mary M.	SVP	6710 Kirkwood Street	Richmond	VA	23230
Chick	E. Richard III	SVP	104 Greentree Lane	Galax	VA	24333
Christman	Milon S. III	VP	3750 Rice Hope Court	Myrtle Beach	SC	29577
Clarkson	Mary P.	AVP	4637 Kensington Avenue	Richmond	VA	23226
Clegg	Thomas W.	SVP	11332 Halbrooke Court	Richmond	VA	23233
Cloud	Julia L.	SVP	402 Hanover Street	Fredericksburg	VA	22401
Clouser	Carolyn	MD	10401 Cherokee Road	Richmond	VA	23235
Clupper	Katherine L.	SVP	445 W. Price Street	Philadelphia	PA	19144
Coburn	Kimberly A.	AVP	6901 Marlowe Road, #13	Richmond	VA	23225
Cochran	Lorraine Y.	AVP	503 Llangollen Blvd.	New Castle	DE	19720

WHEAT, FIRST SECURITIES, INC.

Colacino	Anthony	VP	11 Crystal Court	Middletown	NJ	07748
Cole	Pamela S.	AVP	9012 Covewood Road	Glen Allen	VA	23060
Collins	Carlton M.	MD*	8509 Burdette Road	Bethesda	MD	20817
Collins	Tracy L.	AVP	3928 Terrywood Drive	Virginia Beach	VA	23456
Conant	Elizabeth L.	VP	5603 Powell Grove Dr.	Midlothian	VA	23112
Cooke	Steven W.	SVP	140 N. Oaks Drive	Ashland	VA	23005
Cooperstein	L. Jeremy	AVP	12604 Wilde Lake Dr.	Richmond	VA	23233
Craigie	Walter W. Jr.	MD	204 Poplar Lane	Richmond	VA	23226
Craven	Adrienne A.	VP	1509 Monmouth drive	Richmond	VA	23233
Crowder	Richard R.	SVP	6204 Manor Park Court	Glen Allen	VA	23060
Culpepper	A. Andrew	MD	1005 Walker Drive	Kinston	NC	28501
Curci	George J.	SVP	1609 Careybrook Drive	Richmond	VA	23233
Custer	Bryon K.	SVP	935 St. Clair Road	Johnstown	PA	15905
Czajkowski	Matthew E.	MD	14 Tapoan Road	Richmond	VA	23226
Dahlenburg	Lyle M.	VP	7 Gamebird Court	Manakin-Sabot	VA	23103
Dalton	Mark D.	AVP	4633 Kensington Avenue	Richmond	VA	23226
D'Amico	Dominic J.	AVP	367 Old Bridge Road	E. Northport	NY	11731
Davenport	Huntley G.	MD*	21 Rio Vista Lane	Richmond	VA	23226
Davis	D. Randolph	SVP	134 Winston Court	Danville	VA	24541
Davis	Sharon K.	AVP	3517A Hanover Avenue	Richmond	VA	23221
Davis	William E. Jr.	VP	12210 Stirup-Cup Lane	Rockville	MD	23146
Dawes	Vickie A.	AVP	3150 Pee Dee Hwy.	Conway	SC	29527
Deemer	Philip M.	MD	55 Dogwood Drive	Hershey	PA	17033
Dennis	Brenda C.	AVP	5670 June Lane	Winston-Salem	NC	27127
DePaul	Louis E.	SVP	1037 Barley Way	Lansdale	PA	19446
Devlin	Joseph J.	SVP	3415 Green Countrie Dr.	Newtown Sq.	PA	
Dill	Betty B.	AVP	9932 Majorica Drive	Richmond	VA	23237
Dodson	Joan K.	MD	1849 Wayland Drive	Winchester	VA	22602
Donley	James T. Jr.	MD	16 Holland Road	Pittsburgh	PA	15235
Donlin	James J.	AVP	8702 Sedgemoor Drive	Richmond	VA	23228
Donovan	Lisa A.	AVP	6440 Garman Street	Philadelphia	PA	19142
Doyle	Wilburn L. Jr.	AVP	8200 Buckeye Drive	Richmond	VA	23228
Durkee	Bruce E.	MD	4112 Oxford Road	Richmond	VA	23221
Dutcher	William W.	VP	7832 Lake Forest Drive	Richmond	VA	23235
Eaves	Russell S.	VP	114 Fort Sumter Drive	Greenville	NC	27858
Everett	Lewis C.	MD*	407 Walsing Drive	Richmond	VA	23294

WHEAT, FIRST SECURITIES, INC.

Everett	Lewis C.	VCh	407 Walsing Drive	Richmond	VA	23294
Faber	Stephen B.	SVP	102 Lewis Brook Road	Pennington	NJ	08534
Felton	Gregory L.	SVP	1813 Poplar Green	Richmond	VA	23233
Fernandes	Ronald J.	SVP	3817 Rupert Lane	Richmond	VA	23233
Fields	William J.	MD*	8912 Norwick Road	Richmond	VA	23229
Fine	Sylvia E.	VP	12020 Foxfield Circle	Richmond	VA	23233
Fitzpatrick	R. Hugh A.	MD	3 Roslyn Road	Richmond	VA	23226
Ford	Frances H.	SVP	35 Old Mill Road	Richmond	VA	23226
Franklin	John R.	SVP	13421 Crandall Court	Richmond	VA	23233
Franks	Barbara R.	VP	4412 Waumsetta Road	Richmond	VA	23235
Furguiele	Francis D.	MD	64 Woodhill Road	Newtown Sq.	PA	18940
Gable	Christopher P.	SVP	Parkview Condo, Parkview Ln.	Altoona	PA	16602
Galgano	Richard D.	VP	2324 Owen Court	Toms River	NJ	08755
Gambill	Mark M.	MD*	1215 Rothesay Circle	Richmond	VA	23221
Gambill	Mark M.	P	1215 Rothesay Circle	Richmond	VA	23221
Gardner	David H.	MD	One North Fern Road	Charleston	WV	25314
Garris	Judith M.	AVP	3348 Landmark Street, J-8	Greenville	NC	27834
Garry	John J.	AVP	30 Chase Gayton Cr., Apt. 818	Richmond	VA	23233
Geist	Dianna C.	AVP	8 E. Haddon Court	Marlton	NJ	08053
Gerbino	Lila	AVP	1588 Sea Island Drive	Toms River	NJ	08753
Gibbs	Martha M.	AVP	2060 Lee Hi Road	Roanoke	VA	24018
Gibbs	Ruth R.	SVP	804 Hillside Street	Valdese	NC	28690
Glass	E. Gray III	SVP	11400 Ivy Home Place	Richmond	VA	23233
Glazer	Walter P. Jr.	SVP	5 Shadow Lane	Richmond	VA	23229
Glenn	Matthew K.	SVP	9 Hawick Court	Owings Mills	MD	21117
Godsey	Vivian C.	AVP	3965 Lynaire Drive	Richmond	VA	23235
Goodson	Thomas O.	SVP	1010 Wellington Road	Winston-Salem	NC	27106
Goodwin	Harry A.	SVP	1208 Cambridge Road	Wilson	NC	27893
Gordon	Beverly W.	VP	4260 Saratoga Road	Richmond	VA	23235
Gordon	George M. III	VP	1203 Wesanne Lane	Midlothian	VA	23113
Grant	Kathryn S.	AVP	4412 Pamela Drive	Disputanta	VA	23842
Graves	A. Wesley VI	MD	Rt. 6, Box 4	Harrisonburg	VA	22801
Graves	Asa W. GravesVII	VP	2419 Hanover Avenue	Richmond	VA	23220
Green	Patsy A.	VP	19807 Buskirk Hollow Rd.	Frostburg	MD	21532
Green	Phyllis R.	AVP	14000 Ramsey Court	Chester	VA	23821
Greene	D. Camille	AVP	910 N. Concord Avenue	Richmond	VA	23227

WHEAT, FIRST SECURITIES, INC.

Gregory	Marilyn F.	AVP	9350 Castle York Court	Glen Allen	VA	23060
Grettler	Rodney D.	SVP	206 Forest Ridge Road	Indiana	PA	15701
Griffin	Geoffrey T.	VP	3112 Woodgreen Drive	Raleigh	NC	27601
Grow	Schuyler E.	VP	4313 Stuart Avenue	Richmond	VA	23221
Gunn	Darlene M.	SVP	6504 Timberland Dr.	Sandston	VA	23150
Guthrie	Beverly A.	AVP	9242 Swannanoa Trail	Mechanicsville	VA	23111
Hairfield	Betty L.	AVP	705 Berkshire Place	Martinsville	VA	24112
Haley	Christopher P.	VP	3000 W. Grace St., #301	Richmond	VA	23221
Hall	Donald J.	MD	307 State Street	Johnstown	PA	15905
Hamlin	Thomas E.	SVP	2721 Royenwood Road	Midlothian	VA	23113
Hanna	Pamela S.	VP	Route 5, Box 1045	Ashland	VA	23005
Hannigan	Roger A.	MD	107 Pinehurst Drive	Gibsonia	PA	15044
Hardee	Lisa W.	AVP	Route 2, Box 421E	Greenville	NC	27858
Hardy	William E.	MD	#9 Roslyn Road	Richmond	VA	23226
Hargrove	E. Tracy	AVP	9361 Brighter Tower	Glen Allen	VA	23060
Harlow	Joe Ann	VP	10241 Finlandia Lane	Mechanicsville	VA	23111
Harpel	Jeffrey K.	MD	2824 Glen Gary Drive	Richmond	VA	23233
Harper	John M.	VP	12306 Deer Drive	Midlothian	VA	23113
Harris	Jonathan M.	MD	337 Oak Lane	Richmond	VA	23226
Harris	Jonathan M.	S	337 Oak Lane	Richmond	VA	23226
Harris	Suzanne S.	SVP	10024 Oldfield Drive	Richmond	VA	23235
Hartman	Richard A. Jr.	VP	111 Red Fox Plaza	Media	PA	19063
Hatcher	Lee P.	AVP	4636 Kensington Avenue	Richmond	VA	23226
Hayes	Amy C.	AVP	7736 Bold Forbes Lane	Midlothian	VA	23112
Hays	Donald R.	MD*	9802 Kingsbridge Road	Richmond	VA	23233
Hebert	James C.	AVP	4638 Hanover Avenue	Richmond	VA	23226
Helm	Amy E.	VP	4414 Stonewall Avenue	Richmond	VA	23225
Hetzer	G. Scott	MD	5402 Cary Street Road	Richmond	VA	23226
Hill	Mary C.	AVP	3700 N. Fairfield Lane	Dale City	VA	22193
Hitt	Jane A.	AVP	P.O. Box 273	Remington	VA	22734
Hoggan	J. Cameron Jr.	MD	407 Henri Road	Richmond	VA	23226
Holland	Diane	AVP	5241 Dickerson Road	Partlow	VA	22534
Holsinger	Ronald E.	MD	239 Ace Court	Harrisonburg	VA	22801
Holton	Tracie L.	AVP	600 E. Main Street, #211	Louisville	KY	40202
Holzapfel	James N.	MD	19846 Cool Hollow Road	Hagerstown	MD	21740
Horton	Thomas M.	MD	2023 Monument Avenue	Richmond	VA	23220

WHEAT, FIRST SECURITIES, INC.

Hotchkiss	Carter W.	MD	204 Meadow Lane	Franklin	VA	23851
Houghton	James G.	AVP	2505 Glenstone Place	Richmond	VA	23233
Hubbard	Margaret W.	VP	3206 W. Grace Street	Richmond	VA	23221
Hudepohl	Gerald E.	SVP	3408 Davis Mill Road	Goochland	VA	23063
Hudson	Lois A.	AVP	4902 New Kent Road	Richmond	VA	23225
Hughes	Karen B.	AVP	10164 Drawbridge Court	Mechanicsville	VA	23111
Hunt-Ruddy	Heather A.	AVP	1916 Spruce Street, #2	Philadelphia	PA	19103
Hunt	Shirley F.	AVP	3242 Ludgate Road	Chester	VA	23831
Hunter	D. Parks III	AVP	10217 Rounding Run	Richmond	VA	23233
Hunter	Jill P.	AVP	824 W. 28th Street	Richmond	VA	23225
Hunter	Wayne L.	MD	406 St. Christophers Road	Richmond	VA	23226
Huprich	A. Paul	SVP	8101 Three Chopt Road	Richmond	VA	23229
Hutchinson	Robert E.	VP	612 Anson Avenue	Rockingham	NC	28379
Isom	Tracy C.	AVP	12405 Gayton Bluffs Lane	Richmond	VA	23233
Ivan	John M.	MD	12309 Pleasant Lake Terr.	Richmond	VA	23233
Ivan	John M.	Ast S	12309 Pleasant Lake Terr.	Richmond	VA	23233
Jackson	Darrell M.	AVP	9051 Laurel Branch Circle	Mechanicsville	VA	23111
Jeffords	John A.	SVP	1046 Santee Drive	Florence	SC	29501
Jennison	George K.	MD	5101 Stratford Crescent	Richmond	VA	23226
Jervey	Glenda G.	AVP	205 Cypress Avenue	Franklin	VA	23851
Johnson	C. Lewis	VP	3433 Golf Drive	Parkersburg	WV	26104
Johnson	Eric S.	VP	3167 Autumn Woods Drive	Charlottesville	VA	22901
Johnson	James R.	MD	9293 Greywood Drive	Mechanicsville	VA	23111
Johnston	William F. III	SVP	1806 Hanover Avenue	Richmond	VA	23220
Jones	Carolyn B.	VP	10010 Dulaney Court	Richmond	VA	23233
Jones	Emma J.	AVP	8316 Mark Lawn Drive	Richmond	VA	23229
Jones	Harry A.	VP	11509 Rolling Brook Road	Chester	VA	23831
Jones	R. Walter IV	MD	304 Greenway Lane	Richmond	VA	23226
Jones	Walter M.	SVP	1121 York Lane	Virginia Beach	VA	23451
Jones	William H.	SVP	222 Cabbage Inlet Lane	Wilmington	NC	28409
Junod	Robert W.	SVP	12289 Lees Lane	Ashland	VA	23005
Kelley	Eugene M.	SVP	RD#1, Rozelle Rd.	Pittston	PA	18643
Kells	Sharon K.	MD	58 Pear Tree Point	Darien	CT	06820
Kelly	Jacqueline W.	SVP	20025 Landora Bridge Rd.	Ruther Glen	VA	22546
Kelly	John J.	VP	2531 Drammen Place	Richmond	VA	23233
Kenefick	Robert J.	MD	16369 Bradford Road	Culpeper	VA	22701

WHEAT, FIRST SECURITIES, INC.

Kiley	Daniel L. Jr.	SVP	2605 Helmsley Court	Midlothian	VA	23113
King	David W.	SVP	14910 Lansgate Court	Midlothian	VA	23112
King	Donna W.	VP	10523 Rives Road	McKenney	VA	23872
King	Michael A.	VP	4 Albermarle	Richmond	VA	23226
King	Michael P.	VP	3609 Gaylin Ridge Lane	Richmond	VA	23233
King	Robert Jr.	VP	3302 Rugby Road	Durham	NC	27707
Kinlaw	Tanya G.	AVP	100 Olinda Drive	Charlottesville	VA	22903
Kirby	David P.	VP	101 Sterling Drive	Hurricane	WV	25313
Knisley	Constance H.	VP	6022 Finlandia Lane	Mechanicsville	VA	23111
Knowles	J. Edward	MD*	311 Clovelly Road	Richmond	VA	23221
Kock	Virginia S.	SVP	5925 Morgan's Glen Dr.	Glen Allen	VA	23060
Kraft	August A. III	SVP	10660 Chalkley Road	Richmond	VA	23237
Langan	Karen M.	AVP	2119 Quay Village Court	Annapolis	MD	21401
Lanier	Willie E.	VP	2911 W. Brigstock Road	Midlothian	VA	23113
Lawes	Louise C.	VP	13028 Chimney Stone Court	Richmond	VA	23233
Lawson	L. Thompson III	MD	9701 Old Club Trace	Richmond	VA	23233
Lawton	Dale M.	SVP	3729 Kenmore Road	Richmond	VA	23225
Layman	Elizabeth O.	AVP	4712 Leonard Parkway	Richmond	VA	23260
Leavitt	James E. C.	SVP	11453 Barrington Bridge	Richmond	VA	23219
Lehmkuhler	Monte P.	VP	1821 Grove Avenue	Richmond	VA	23220
Lemery	Donna J.	AVP	5004 W. Seminary Avenue	Richmond	VA	23227
Lemieux	Martha J.	AVP	9700 Tiny Court	Burke	VA	22015
Lester	A. Jack III	MD	1211 Sam Lion Trail	Martinsville	VA	24112
Lewis	Carol M.	AVP	809 Brentwood Park Drive	Bel Air	MD	21014
Lewis	Gregory J.	SVP	1411 E. Cary Street, #201	Richmond	VA	23219
Lichtig	Sean J.	AVP	300 Golfview Road, #40	N. Palm Beach	FL	33408
Lillys	Michael C.	MD	148 Cedarbrook Road	Ardmore	PA	19003
Livingston	Bruce N.	VP	12427 Fremont Drive	Glen Allen	VA	23060
Loeper	David B.	MD	2711 Kenmont Terrace	Midlothian	VA	23113
Long	Regina G.	AVP	104 N. James Street	Ashland	VA	23005
Looney	Thomas C.	MD	1216 W. Haven Boulevard	Rocky Mount	NC	27803
Love	Thomas E.	MD	305 Jule Drive	Chesapeake	VA	23320
Loyall	Patricia G.	AVP	2303 Maplewood Road	Richmond	VA	23228
Ludeman	Daniel J.	MD*	5105 Stratford Crescent	Richmond	VA	23226
Ludwin	Daniel B.	VP	2400 E. Cary Street	Richmond	VA	23223
Lupo	Christine E.	AVP	70 E. 10th Street	New York	NY	10003

WHEAT, FIRST SECURITIES, INC.

Luse	Theodore B. III	SVP	2809 Woodmark Court	Richmond	VA	23233
Lynn	Kathleen A.	SVP	201 Pinehurst Lane	Lansdale	PA	19446
Lyons	William	SVP	3 Peter Cooper Road	New York	NY	10010
Mabry	James C. IV	MD	107 Virginia Avenue	Richmond	VA	23226
MacDougall	Kimberly A.	SVP	34 Foxbrook Lane	Thornton	PA	19373
Macrae	Howard T. Jr.	SVP	2413 Cedar Cone Drive	Richmond	VA	23233
Macrae	Howard T. Jr.	Ast S	2413 Cedar Cone Drive	Richmond	VA	23233
Madden	Michael J.	SVP	105 Lee Circle	Lynchburg	VA	24503
Manuel	Denise M.	AVP	14030 Palomino Way	Midlothian	VA	23112
Marchiano	Nicholas J.	MD	907 Stratford Court	Westbury	NY	11590
Markiewicz	Jon W.	VP	116 Westmoreland Street	Richmond	VA	23226
Marshall	Robert R.	AVP	6008 West Club Lane	Richmond	VA	23226
Martin	Franklin D.	SVP	3010 Bretton Lane	Glen Allen	VA	23060
Maser	Walther G.	MD	104 Penhurst Road	Richmond	VA	23221
Maurer	Karen M.	AVP	212 Artillery Road	Yorktown	VA	23692
Maxwell	John C. Jr.	SVP	4703 Rolfe Road	Richmond	VA	23226
McCaig	Michael R.	AVP	216 Fox Run Drive	Venetia	PA	15367
McCall	Charles D.	SVP	10476 Jordan Parkway	Hopewell	VA	23860
McCormack	Rebecca P.	SVP	4800 Fort McHenry Parkway	Glen Allen	VA	23060
McCrone	Cynthia M.	AVP	48 Sandhill Road	Blairstown	NJ	07853
McDonald	F. Mae	AVP	4519 Cedar Creek Gr.	Winchester	VA	22602
McDowell	R. Wheatley	SVP	4210 Kingscrest Parkway	Richmond	VA	23221
McElroy	John L. Jr.	ChEx	921 Dover Farm Road	Manakin-Sabot	VA	23103
McFadden	Christopher D.	VP	3210 Floyd Avenue	Richmond	VA	23221
McGinnis	Larry M.	VP	8009 Stiles Road	Richmond	VA	23235
McGuire	Debra R.	SVP	2204 Walnut Avenue	Manhattan Beach	CA	90266
McKay	Lesley A.	AVP	3212 Matilda Cove	Richmond	VA	23294
McNamara	Daniel S.	VP	15105 Manor Gate Place	Midlothian	VA	23112
Mekosh	Nicholas J.	MD	1012 Riverton Road	Cinnaminson	NJ	08077
Melton	Tracy G.	AVP	10027 Beelona Ct.	Richmond	VA	23233
Merhige	Katherine T.	VP	1817 Park Avenue	Richmond	VA	23220
Metzl	Elsie D.	AVP	20265 Rosedale Court	Ashburn	VA	22011
Miller	Catherine F.	AVP	514 Hidden Valley Drive	Wilmington	NC	28409
Miller	Samuel B.	VP	2401 Pennsylvania Avenue	Wilmington	DE	
Minor	Yolanda E.	AVP	6749 Manuel Street	Richmond	VA	23234
Monday	David L.	MD*	14221 W. Salisbury Lane	Midlothian	VA	23113

WHEAT, FIRST SECURITIES, INC.

Monheim	Stephen Z.	MD	2405 Island View Court	Richmond	VA	23233
Monsell	Frederick G.	SVP	3360 Malory Circle, NW	Canton	OH	44708
Montgomery	Joseph W.	MD	4 Whittakers Mill Road	Williamsburg	VA	23185
Mooney	Joseph S.	SVP	127 Executive Drive	Ambler	PA	19002
Mooney	Robert T.	SVP	8905 Brieryle Road	Richmond	VA	23229
Moore	Debra A.	AVP	6113 Amershire Way	Glen Allen	VA	23060
Moore	Harry S.	SVP	1314 Mt. Vernon Place	Charleston	WV	25314
Morris	Carolyn A.	AVP	1524 N. Mallory Street	Hampton	VA	23664
Moulden	Paul E.	AVP	1300 Chamberlain Wood	Vienna	VA	22182
Mudd	N. Tyree	AVP	9316 Broadmeadows Road	Glen Allen	VA	23060
Mulquin	Michael J.	SVP	5004 Cary Street Road	Richmond	VA	23226
Murphy	Jesse R.	VP	6747 Manor Gale Dr.	Midlothian	VA	23113
Muth	William A.	SVP	2441 Edge View Lane	Midlothian	VA	23113
Mutispaw	Margaret M.	AVP	7240 Creekridge Road	Richmond	VA	23231
Myers	Douglas J.	VP	3144 Parkside Lane	Williamsburg	VA	23185
Neal	Graham H. Jr.	SVP	P.O. Box 629	Irvington	VA	22480
Neff	Kathryn	VP	6618 Three Chopt Rd.	Richmond	VA	23226
Nelson	Bruce P.	AVP	215 Walnut Lane	Charlottesville	VA	22911
Nelson	Linda A.	AVP	1225 Clearwood Road	Richmond	VA	23233
Nelson	Taylor J.	SVP	3910 Patterson Avenue	Richmond	VA	23221
Newman	Jeffrey A.	VP	2354 Hickory Creek Ct.	Richmond	VA	23294
Newsome	Beverly M.	AVP	135 Pitchkettle Pt Circle	Suffolk	VA	
Newton	Thomas K.	AVP	10224 Korona Drive	Mechanicsville	VA	23116
Newton	Susan A.	AVP	4706 River Road	Mechanicsville	VA	23111
Nicholson	Kevin L.	AVP	3411 Floyd Avenue	Richmond	VA	23221
Noffsinger	Lori F.	VP	11200 Fox Meadow Drive	Richmond	VA	23233
Norman	John G.	VP	4920 Hadrian Way	Charlotte	NC	28211
Ochsman	Bruce D.	MD	8905 Hunt Valley Court	Potomac	MD	20854
O'Donnell	Joseph J.	SVP	Ste. 700, 1 Monroeville	Monroeville	PA	15146
Olds	Rhonda J.	AVP	1123 Forest Road	Charleston	WV	25314
Oliver	James E.	MD	3116 Chestnut Grove	Richmond	VA	23233
Oliver	James M.	AVP	10916 Robin Spring Lane	Glen Allen	VA	23060
Olsan	Kimberly G.	AVP	1530 Locust Street, #3B	Philadelphia	PA	19102
Omohundro	Jeffrey F.	VP	4207 Hanover Avenue	Richmond	VA	23221
Orr	William D.	VP	4636 Hanover Avenue	Richmond	VA	23226
Osborne	David W. Jr.	AVP	2673 Chancer Drive	Richmond	VA	23233

WHEAT, FIRST SECURITIES, INC.

Owen	Mary Ann	MD	8508 Academy Road	Richmond	VA	23229
Pair	Sarah A.	VP	9502 Kimberly Lynne Cir.	Glen Allen	VA	23060
Parham	Helen W.	AVP	2500 E. Cary Street, #501	Richmond	VA	23223
Paris	Mary Ann	AVP	240 Forest Hills Drive	Bristol	TN	37620
Parker	Ballard R. III	SVP	106 N. Erlwood Court	Richmond	VA	23229
Parkhurst	Russell	VP	500 Beechwood Drive	Williamsburg	VA	23185
Parrott	John F.	VP	100 Deerfield Drive	Greer	SC	29650
Patterson	Blair M.	SVP	105 Lighthouse Drive	Elizabeth City	NC	27909
Pearson	Sherri L.	AVP	4511 Headwood Drive	Kansas City	MO	64111
Pedigo	Robert D. Jr.	VP	9505 Oldhouse Drive	Richmond	VA	23233
Peluso	John G. Jr.	SVP	305 Roseneath Road	Richmond	VA	23221
Perkins	Eric B.	SVP	206 Hill Point Road	Richmond	VA	23233
Peterfy	J. Scott	SVP	5606 Powell Grove Drive	Midlothian	VA	23112
Peters	Susan S.	VP	12416 Strangford Place	Richmond	VA	23233
Peterson	James	VP	8515 Rosebud Court	Middletown	MD	21769
Pettit	Stephen W.	SVP	84 Stonebridge Road	Wilton	CT	06897
Pierce	Karen G.	VP	4109 Mica Court	Glen Allen	VA	23060
Pillsbury	Doreen K.	AVP	4111 Whitford Circle	Glen Allen	VA	23060
Pistole	Thomas P. Sr.	VP	1223 Huntington Road	San Marcos	CA	92069
Prochaska	Malcolm J.	SVP	3848 Houndstooth Court	Richmond	VA	23233
Pugh	J. Tyler	SVP	848 Wildwood Road, SW	Roanoke	VA	24014
Puglio	Robert M.	SVP	11 Fernwood Place	Mountain Lakes	NJ	07046
Purcell	Terri M.	AVP	Star Route Box 419A	Deltaville	VA	23043
Quinn	Peter J. Jr.	SVP	6341 Ridgeway Road	Richmond	VA	23226
Quynn	Russell H. III	VP	3515 Stuart Ave., #202	Richmond	VA	23221
Raab	Terry W.	MD	137 East Ridge	Charleston	WV	25314
Ramsay	Cheryl L.	AVP	4308 Reedy Avenue	Richmond	VA	23225
Ray	Joel M.	MD	14220 Leaffield Drive	Midlothian	VA	23113
Reazin	Michael G.	SVP	2309 Wheatlands Drive	Manakin-Sabot	VA	23103
Reidenouer	Julia E.	AVP	2604C Monument Avenue	Richmond	VA	23220
Reinhart	Kim M.	AVP	3932 Digby Court, #14	Richmond	VA	23233
Reineking	Dean B.	VP	3594 Waynoka Avenue	Memphis	TN	38111
Rice	John J. Jr.	AVP	208 Hempstead Road	Williamsburg	VA	23188
Rickman	Frances C.	SVP	10003 Cutter Drive	Richmond	VA	23235
Ridley	John W.	SVP	2095 Quail Run Drive	Bowling Green	KY	42104
Ridley	Linda L.	VP	2500 E. Cary Street, #501	Richmond	VA	23223

WHEAT, FIRST SECURITIES, INC.

Ring	Ann S.	AVP	852 Grant Street	Harrisonburg	VA	22801
Robbins	G. William	AVP	3801 Hanover Avenue	Richmond	VA	23221
Roberts	Michael D.	SVP	1520 Monmouth Court	Richmond	VA	23233
Robinson	Thomas W.	VP	11126 Fox Hound Court	Mechanicsville	VA	23111
Robinson	Naomi J.	AVP	P.O. Box 427	Leesburg	VA	22075
Rogers	Courtney E.	AVP	12421 Oakhampton Terr.	Richmond	VA	
Rogers	William H.	MD	2805 Lassiter Mill Road	Raleigh	NC	27608
Rommell	Kathleen F.	AVP	2246 Rockwater Terrace	Richmond	VA	23233
Rose	David P.	MD	300 Hollyport Road	Richmond	VA	23229
Rose	Marc M.	VP	18 Malvern Avenue, Apt. 4	Richmond	VA	23221
Rosen	Cynthia D.	VP	2618 Kenwood Avenue	Richmond	VA	23228
Ross	Merrill H.	VP	13020 River Road	Chesterfield	VA	23832
Rotty	Kevin D.	VP	1400 Soft Wind Drive	Mechanicsville	VA	23111
Ruben	David A.	MD	9221 Fall River Lane	Potomac	MD	20854
Ruben	Sheldon	MD	7028 Winterberry Lane	Bethesda	MD	20817
Rusbuldt	Christopher W.	AVP	4100 Bromley Lane	Richmond	VA	
Russ	Miles D.	AVP	816 St. Christophers Rd.	Richmond	VA	23226
Ryder	William P.	VP	5019 King William Road	Richmond	VA	23225
Sabo	Gregory S.	AVP	1130 West Avenue	Richmond	VA	23220
Saint-Maxens	Timothy K.	VP	3250 Tennyson St., N.W.	Washington	DC	20015
Salisbury	Scott W.	AVP	9006 Indian River Run, S.	Boynton Beach	FL	33437
Salmanson	Jan W.	VP	14 Donald Court	Wayne	NJ	07470
Sandler	Douglas A.	AVP	611 Maple Avenue	Richmond	VA	23226
Sanford	A. Lee	AVP	203 N. Laburnum Avenue	Richmond	VA	23223
Sarver	Marie D.	AVP	3979 Flint Road	Salem	VA	24153
Saunders	William T. Jr.	MD	109 Central Parkway	Newport News	VA	23606
Savage	Diane J.	AVP	50 Burgess Street	Pittsburgh	PA	15227
Schantz	John C.	MD	P.O. Box 2	Yorktown	VA	23690
Scherer	Amy B.	AVP	1930 Hickoryridge Road	Richmond	VA	23233
Scherer	J. Hamilton Jr.	MD*	309 Oak Lane	Richmond	VA	23226
Sells	L. Ludington	MD	Route 1, Box 78	Round Hill	VA	22141
Sepe	Richard W.	SVP	4410 Dunraven Road	Richmond	VA	23236
Settlemyre	Sylvia E.	AVP	2159 Sixth Street, NE	Hickory	NC	28601
Short	William L. Jr.	VP	102 Flintlock Drive	Colonial Heights	VA	23834
Sinclair	Scott D.	VP	5200 E. Branch Drive	Glen Allen	VA	23060
Siri-Beyzak	Michelle	AVP	208 N. 27th Street	Richmond	VA	23223

WHEAT, FIRST SECURITIES, INC.

Sirico	Carmine B.	SVP	31 Tracy Drive	Manalapan	NJ	07726
Sloane	D. Keith	SVP	12208 Ivy Glen Court	Richmond	VA	23233
Smith	Caleb H. Jr.	MD	120 Penn Green Road	Landenberg	PA	19350
Smith	Carter B.	MD	1304 Plantation Road	Martinsville	VA	24112
Smith	Don L.	MD*	1800 Lakecrest	Richmond	VA	23233
Smith	Don L.	COO	1800 Lakecrest	Richmond	VA	23233
Smith	Donald L.	AVP	3118 Grove Avenue	Richmond	VA	23221
Smith	Donna K.	AVP	2810 Edison St., N.E.	Roanoke	VA	24012
Smith	N. Stephen	VP	15555 Windfall Drive	Onancock	VA	23417
Smyth	Roderick A.	MD	2200 Sheppard Town Road	Maidens	VA	23102
Snead	Margaret C.	VP	3231G Copper Mill Trace	Richmond	VA	23294
Somerday	Theresa	SVP	3412L Club House Court	Richmond	VA	23294
Souders	Thomas L.	MD*	3 Buck Branch Drive	Richmond	VA	23233
Souders	Thomas L.	CFO	5007C Grove Avenue	Richmond	VA	23226
Spangler	Robert E.	SVP	465 S. Street, #310	Morristown	NJ	07960
Spears	George W.	SVP	13 Black Tern Road	Hilton Head	SC	29928
Speck	David G.	MD	3813 Colonel Ellis Ave.	Alexandria	VA	22304
Spencer	Harold R.	SVP	P.O. Box 12	Warrenton	VA	22186
Spillane	Erin M.	AVP	4418 Cutshaw Avenue	Richmond	VA	23226
Spound	James D.	VP	314 W. 77th Street	New York	NY	10024
Spivey	William D.	VP	1500 Davidson Road	High Point	NC	27262
Sprye	Faye B.	AVP	P.O. Box 2044	Rocky Mount	NC	27802
Stack	Joseph D. III	SVP	13703 W. Bay Drive	Midlothian	VA	23112
Stair	Bruce W.	SVP	703 W. King Street	Littlestown	PA	17340
Stallings	Kathy G.	AVP	Route 4, Box 768-B	Hertford	NC	27944
Staples	Mark S.	MD	12614 Lancey Court	Midlothian	VA	23113
Stewart	Douglas G.	MD	P.O. Box 1742	Fredericksburg	VA	23015
Stiffler	Jon H.	SVP	1436 Amity Road	Rydal	PA	
Stratford	Catherine C.	MD	4300 Southhaven Road	Richmond	VA	23235
Street	Paulette A.	AVP	4401 Noyes Ave, SE	Charleston	WV	25304
Stuckey	David L.	VP	531 Cedarbrooke Lane	Richmond	VA	23229
Tarrant	Dennis M.	VP	11316 Halbrook Court	Richmond	VA	23233
Tate	Gussie V.	VP	5266 Hallmark Drive	Richmond	VA	23234
Taylor	Peter R.	MD	Eldon Farm, Box 589	Keswick	VA	24590
Tazewell	E. Bradford III	MD	19 Oak Lane	Richmond	VA	23226
Temple	Jerry W.	MD	207 Virginia Avenue	Richmond	VA	23226

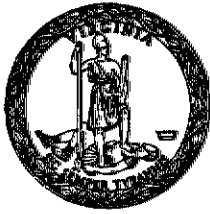
WHEAT, FIRST SECURITIES, INC.

Thompson	Matthew G., Jr.	VP	515 Tuckahoe Boulevard	Richmond	VA	23226
Thompson	William L.	VP	12211 Auger Lane	Midlothian	VA	23113
Thomson	H. Bruce III	SVP	459 Dover Knoll Road	Manakin-Sabot	VA	23103
Titus	Gerald M.	SVP	9610 Wendhurst Drive	Glen Allen	VA	23060
Trent	C. Scott	AVP	105 Winston Avenue	Colonial Hts.	VA	23834
Tricolli	James J.	SVP	200 Buck Lane	Haverford	PA	19041
Trimmer	Linda B.	VP	915 Rock Spring Road	Bumpass	VA	23024
Troum	Leonard A.	VP	2 McManus Drive	Bridgewater	NJ	08807
Turner	Joseph L. Jr.	VP	10606 King Arthur Court	Richmond	VA	23235
Turner	R. Scott	MD	12709 Poplar Forest Drive	Richmond	VA	23233
Tyrrell	William A. Jr.	SVP	1609 Red Oak Road	Williamstown	NJ	08094
Tyson	William L.	SVP	4305 Stuart Avenue	Richmond	VA	23226
Valenta	Annie B.	AVP	1212 Pleasant Dale Avenue	Colonial Heights	VA	23834
Valentine	Judith F.	VP	4507 Leonard Parkway	Richmond	VA	23221
Valvo	Paul V.	VP	229 Hamilton Avenue	Massapequa	NY	11758
Vaughan	Joseph B.	SVP	1600 Morganton Road, Y-22	Pinehurst	NC	28374
Vohra	Neeraj K.	AVP	11825 Chase Wellesley Dr.	Richmond	VA	
Vorlop	Robert W.	MD	113 Thomashire Court	Richmond	VA	23229
Wagner	Debra J.	AVP	8649 Pleasant Ridge	Richmond	VA	23237
Walsh	David T.	AVP	335 Augusta Street	South Amboy	NJ	08879
Walters	John C.	MD	10219 Sioux Road	Richmond	VA	23235
Warren	Louise P.	AVP	Rt. 1, Box 253	Manquin	VA	23106
Weber	Michael	VP	12118 Sable Court	Richmond	VA	23233
Wehinger	Leah R.	VP	6305 Leisure Terrace	Richmond	VA	23227
Weldon	William B.	MD	1346 28th Street, NW	Washington	DC	20007
West	Frederic K.	VP	3903 Exeter Road	Richmond	VA	23221
Wilck-Pond	Mary Catherine	VP	4316 Stuart Avenue	Richmond	VA	23221
Williams	David L.	MD	11317 Belhaven Court	Richmond	VA	23233
Williams	Jill Ann	AVP	5016 Queensbury Circle	Fredericksburg	VA	22408
Williams	Ronald S.	SVP	10505 Rolling Wood Tr.	Glen Allen	VA	23060
Willis	Frank D.	VP	1956 2nd Street, NW	Hickory	NC	28601
Wilson	Robert G. III	SVP	8108 Kingston Road	Richmond	VA	23229
Wilson	Robert P.	MD	3758 Churchwood Place	Richmond	VA	23233
Wilson	Robert P.	T	3758 Churchwood Place	Richmond	VA	23233
Wines	Kimberly K.	AVP	721 Stockton Road	Front Royal	VA	22630
Wishnack	Marshall B.	CH	2625 Monument Avenue	Richmond	VA	23220

WHEAT, FIRST SECURITIES, INC.

Wishnack	Marshall B.	CEO	2625 Monument Avenue	Richmond	VA	23220
Wishnack	Marshall B.	MD*	2625 Monument Avenue	Richmond	VA	23220
Wolf	Kenneth R.	Ast T	1904 Rawlings Street	Richmond	VA	23231
Wolf	Kenneth R.	SVP	1904 Rawlings Street	Richmond	VA	23231
Wright	Glenn F.	SVP	201 Melwood Lane	Richmond	VA	23229
Wright	Peggy D.	AVP	7207 Church Lane	Toano	VA	23168
Zoidis	Thomas D.	MD*	630 Washington Lane	Rydal	PA	19046

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

WHEAT, FIRST SECURITIES, INC. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is April 12, 1966.

Nothing more is hereby certified.



Signed and Sealed at Richmond
on this Date: May 15, 1997

William J. Bridge
William J. Bridge, Clerk of the Commission