

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

GODWINS SECURITIES, INC.

File number C 116688

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of GODWINS 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 GODWINS SECURITIES, INC. to transact business in this State under the name GODWINS SECURITIES, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: October 7, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sci Smock*

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:

OCT 7 10 50 AM '96

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the corporation is Godwins Securities, Inc.
2. The name which it shall use in Idaho is _____
3. It is incorporated under the laws of Washington
4. Its date of incorporation is 9/3/92 and its duration, if other than perpetual, is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is
300 Elliott Avenue West, Seattle, Washington 98109-4198
6. The address to which correspondence should be addressed, if different than item 5, is
Same
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:
See attached purpose clause
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>See attached list of directors and officers</u>	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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

Dated: 10/3/94

Godwins Securities, Inc.
(Corporation name)

By Arlene Jeschke
Its President, Vice President, Secretary or Assistant Secretary
(please specify)
Arlene Jeschke

IDAHO SECRETARY OF STATE
Secretary of State use only
DATE 10/07/1996 0900 30259 CCAP
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CK #: 10703516 CUST# 21069
AUTH PRO
1@ 100.00= 100.00
CORP SUR 1@ 20.00= 20.00
EXPEDITE C 1@ 20.00= 20.00
#: C

Appendix to Idaho
Application for Certificate of Authority

**Purpose Clause of
Godwins Securities, Inc.**

Broker/Dealer of Securities. Notwithstanding the foregoing, the purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of Idaho.

**Directors and Officers
Godwins Securities, Inc.**

DIRECTORS:

Daniel T. Cox
Donald C. Ingram
John O'Hara

Director
Director
Director

OFFICERS:

Antoine M. Cotton
Arlene H. Hardy
Arlene Jeschke
Scott T. Fisher

President
Treasurer
Secretary - Law
Assistant Secretary
Vice President

Jerome S. Hanner

Vice President & Assistant Secretary
- Law

Catherine M. Lyczko
James A. Mahoney, Jr.

Assistant Secretary - Law
Vice President

Contact Address for all directors and officers is:

123 N. Wacker Drive
Chicago, IL 60606

STATE of WASHINGTON



SECRETARY of STATE

I, RALPH MUNRO, Secretary of State of the State of Washington and custodian of its seal,

hereby issue this certificate that according to the records on file in this office,

CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

GODWINS SECURITIES, INC.

I FURTHER CERTIFY that the records on file in this office show that the

above named profit corporation was formed under the laws of the

State of Washington and was issued a certificate of incorporation

in Washington on September 3, 1992.

I FURTHER CERTIFY that as of the date of this certificate, no Articles of Dissolution

have been filed, and that the corporation is duly authorized to

transact business in the corporate form in the State of Washington.



Date: October 2, 1996

*Given under my hand and the Seal of the State
of Washington at Olympia, the State Capital*

RALPH MUNRO

Ralph Munro, Secretary of State

E. Kelly