

State of Idaho

Office of the Secretary of State

CERTIFICATE OF AUTHORITY

OF

QUICK & REILLY, INC.

File Number C 143407

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: 11 April 2002



Pete T. Cenarrusa
SECRETARY OF STATE

By *Natalie Terindy*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2002 APR 11 AM 10:19

SECRETARY OF STATE
STATE OF IDAHO

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

- The name of the corporation is: Quick & Reilly, Inc.
- The name which it shall use in Idaho is: _____
- It is incorporated under the laws of: New York
- Its date of incorporation is: 03/01/1974
- The address of its principal office is: _____
26 Broadway, New York, NY 10004-1899, c/o Beth Dorfman
- The address to which correspondence should be addressed, if different from item 5, is: _____
- The street address of its registered office in Idaho is: c/o CT Corporation System, 300 North 6th Street, Boise, Idaho 83702, and its registered agent in Idaho at that address is: CT Corporation System

8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
<i>SEE ATTACHMENT</i>		
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: 4/3/02

Signature:

Typed Name: Donald E. Froude

Capacity: President

Customer Acct # : _____
(if using pre-paid account)

Secretary of State use only

IDAHO SECRETARY OF STATE
04/11/2002 05:00
 CK: 132152370 CT: 4567 BH: 458394
 1 @ 100.00 = 100.00 AUTH PRO # 2
 1 @ 20.00 = 20.00 EXPEDITE C # 3

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OFFICERS AND DIRECTORS OF QUICK & REILLY, INC.

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SECRETARY OF STATE
STATE OF IDAHO

Board of Directors

Executive Officers

Brian T. Moynihan

Donald E. Froude – President

Donald E. Froude

Robert Bott – Executive Vice President

Robert Bott

Beth Dorfman – Secretary

Torben L. Winther – Senior Vice President

None – Treasurer

All officers and directors maintain a principal place of business at 26 Broadway, New York,
New York 10004

**State of New York } ss:
Department of State**

I hereby certify, that the Certificate of Incorporation of QUICK & REILLY, INC. was filed on 03/01/1974, under the name of VERNON, REILLY & QUICK, INC., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment VERNON, REILLY & QUICK, INC., changing its name to QUICK & REILLY, INC., was filed 03/28/1974.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 08th day of April
two thousand and two.*

A handwritten signature in cursive script, appearing to read "J. L. ...", written in black ink.

Special Deputy Secretary of State