State of Idaho

Department of State

CERTIFICATE OF AUTHORITY
OF

FIRST ALLIED SECURITIES, INC.
File number C 111818

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

Dated: August 25, 1995

Secretary OF STATE

By Minal

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

Aug 25 9 36 All '95

the Secretary of State of Idaho Pursuant to Section 30-1-110, Idaho Code, the undersigned C Authority to transact business in your State, and for that purpo	SECRETA STATE STATE OF IDAM OF STATE OF STATE OF STATE OF STATE ST
The name of the corporation isFIRST_ALLIED_SECURITI	ES, INC.
The name which it shall use in Idaho is	
FIRST ALLIED SECURITI	
(To be used only when required to avoid a conflict with a name alreatirectors resolution adopting assumed name in Idaho.)	
It is incorporated under the laws of NEW YORK	
The date of its incorporation is3/30/93	and the period of its duration,
if other than perpetual, is PERPETUAL	
The address of its principal office in the state or country under 200 PARK AVENUE, 24th FLOOR, NEW Y The address to which correspondence should be addressed, it	f different than item 5, is
750 "B" STREET, SUITE 1630, SAN DIEGO, CA 921	01
The street address of its proposed registered office in Idaho	S
200 NORTH 23RD STREET, BOISE, ID 83702	
	•
registered agent in Idaho at that address is CORPORATION	SERVICE CUTTANI
The purpose or purposes which it is proposed to pursue in the	
GENERAL SECURITIES BROKER DEALER	
2 0 A A A A A A A A A A A A A A A A A A	
Continued of reverse)	Secretary of State use only
Submit applications and certificate of status to:	IDAHO SECRETARY OF STATE
Office of the Secretary of State	8/25/95 9:00:00 AM Customer # 49049
Division of Corporations P.O. Box 83720	IVC960010338 16384 CORP CERT AUTHORITY PROFIT
Boise, Idaho 83720-0080	1
	1 @ 100.00 = 100.00

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9. The names and respective	e addresses of its direct	tors and officers are:
Name	Office	Address
PETER SHEIB	CEO/CHAIRMAN	200 PARK AVENUE, 24TH FLOOR, NEW YORK, NY 1016
AND	PRESIDENT	
SHERWOOD LARKIN	СГО	200 PARK AVENUE, 24TH FLOOR, NEW YORK, NY 1016
ADAM ANTONIADES	SECRETARY	750 "B" STREET, SUITE 1630, SAN DIEGO, CA 9210
PAUL FITZGERALD	VICE PRESIDENT	200 PARK AVE, 24th FLOOR, NEW YORK, NY 100
LARRY PINE	VICE PRESIDENT	750 B STREET, SUITE 1630, SAN DIEGO, CA
		92101
The corporation accepts a ldaho.	and shall comply with the	e provisions of the Constitution and the laws of the State of
11 This application is accom-	nanied hy a Certificate (of Corporate Status or Existence, dated within 90 days, duly
authenticated by the prop	er officer of the state or	country under the laws of which it is incorporated.
- " -		
Dated: JUNE 6. 1995		
	<u>F</u>	*IRST ALLIED SECURITIES, INC. (Corporation name)
4.1	Ву	here Peter Sheib/Pres Peter Sheib/President (please specify)
	and	ADAM ANTONIADES/SEC
TATE OF OA A. H.		its Secretary/Assistant Secretary/please specify)
STATE OF (alighe	(CCC)	·
COUNTY OF Sand	uzu)	
1. Rita GUAL	HIER	, a notary public, do hereby certify that on
his 6th day	of Dane	, 19 <u>95</u> , personally appeared before
Retse Shei	1	
sthe PRESIDENT	PTD:	, who being by me first duly sworn, declared that (she) ST ALLIED SECURITIES, INC.
s the	Of _FIR.	51 MEETED SECURITIES, INC.
hat (s)he signed the foregoing he statements therein contain		RESIDENT of the corporation and that
Jewinens detem willi	rou are true,	NOT LEGISTRY NO.
!		AITA CUALTIER NOTARY PUBLIC CALFORNIA SAN DIEGO COUNTY My Control Expres Aug. 21, 1995
-	the bush	My Control Expires Adg. 21, 1995 Notary Public
		inclary rubiic

State of New York Department of State ss:

Aug 25 9 36 AH '95

I hereby certify, that the certificate of incorporation of FIRST ALLIED SECURITIES, INC. was filed on 03/30/1993, under the hame of ARCENT CAPITAL GROUP, INC., with perpetual duration, and that I have made a diligent examination of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation. I further certify that I find the following:

A Certificate of Amendment was filed on 03/16/1994.

A Certificate of Amendment ARGENT CAPITAL GROUP, INC., changing name to ACG, INC., was filed 12/09/1994.

A Certificate of Amendment ACG, INC., changing name to FIRST ALLIED SECURITIES, INC., was filed 12/27/1994.

I further certify, that no other certificates have been filed by such corporation.

Winders my hand and the official seal at the City of Many, this 16th day of May one thousand nine hundred and

Alexander F. Treacholl

Secretary of State

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