

State of Idaho

Department of State

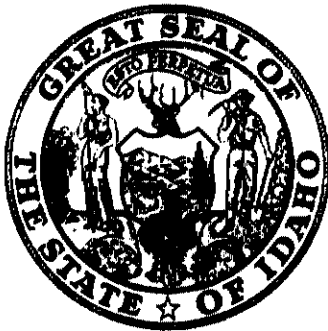
CERTIFICATE OF AUTHORITY OF

EMPIRE SECURITIES INC. OF WASHINGTON

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

Dated: December 30, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

Jonya Coulson

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

RECEIVED
SEC. OF STATE

RECEIVED
SEC. OF STATE

91

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

DEC 10 AM 8 32

1. The name of the corporation is Empire Securities Inc. of Washington

2. The name which it shall use in Idaho is Same

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Washington

4. The date of its incorporation is January 20, 1978 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 222 N. Wall St., Suite 310, Spokane, WA 99201

6. The address to which correspondence should be addressed, if different from that in Item 5. Same

7. The street address of its proposed registered office in Idaho is 1250 Ironwood Drive, Suite 310, Coeur d'Alene, ID 83814, and the name of its proposed registered agent in Idaho at that address is Dale R. Woolhiser

8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are: Sale of regulated investment securities and investment related insurance products.

(Continued on reverse)

Submit application and certificate of status to:

Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State use only

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

Name	Office	Address
Ronald G. Strack	President	S. 1715 Kahuna Dr., Spokane, WA 99223
J. Scott Fehrenbacher	Sec/Treasurer	W. 1421 Pinehill Rd, Spokane, WA 99216
Ronald R. Snyder	Sr. Vice Pres.	S. 4406 Napa, Spokane, WA 99223
Robert B. Clark	Sr. Vice Pres.	N. 13226 Washington Lane, Spokane, WA 99208
Randall J. McNeice	Shareholder	S. 5811 Mohawk Dr., Spokane, WA 99206
Michael E. Shea	Sr. Vice Pres.	S. 1301 Liberty Lake Dr., Liberty Lake, WA 99019
Robert L. Newell	Shareholder	E. 808 Syringa Rd., Spokane, WA 99203
Harry A. Brennan	Partner	E. 16509 Foothills Dr., Spokane, WA 99207

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

11. This application is accompanied by a Certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: 12/23/91

Empire Securities Inc. of Washington

By [Signature] (Corporation name) Sr. Vice Pres.
is President/Vice President (please specify)
 and [Signature] Sec.
is Secretary/Assistant Secretary (please specify)

STATE OF Washington)
) ss:
 COUNTY OF Spokane)

I, Deborah D'Ann Klasser, a notary public, do hereby certify that on this 17th day of December, 19 92, personally appeared before me J. Scott Fehrenbacher, who being by me first duly sworn, declared that (s)he is the Secretary of Empire Securities Inc. of Washington

that (s)he signed the foregoing documents as Secretary of the corporation and that the statements therein contained are true.

Deborah D'Ann Klasser
 Notary Public

RECEIVED
SEC. OF STATE

91 DEC 30 AM 9 00



RECEIVED
SEC. OF STATE
91 DEC 19 AM 8 32

STATE of WASHINGTON SECRETARY of STATE

CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

EMPIRE SECURITIES INC. OF WASHINGTON

I, RALPH MUNRO, Secretary of State of the State of Washington, hereby certify that I am the custodian of the corporation records of this state.

I FURTHER CERTIFY that the records on file in this office show that the above - named profit corporation was incorporated under the laws of the State of Washington and was issued a certificate of incorporation in Washington on January 20, 1978.

I FURTHER CERTIFY that as of the date of this certificate no Articles of Dissolution or Certificate of Withdrawal have been filed, that the conditions of the Revised Code of Washington, Title 23B.01.280(2) (a) through (d) have been met, and the corporation is duly authorized to transact business in the corporate form in the State of Washington.

Date: December 11, 1991
Given under my hand and the seal of the State
of Washington, at Olympia, the State Capitol.

Ralph Munro, Secretary of State

E. Kelly