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# State of Idaho

## Department of State

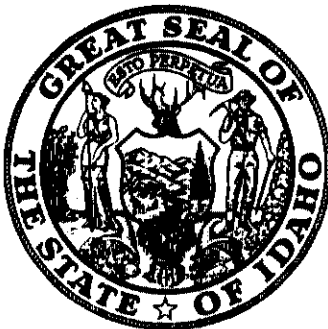
### CERTIFICATE OF AUTHORITY OF

ROBERT SCOTT SECURITIES, INC.

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

Dated: March 09, 1992



*Pete T. Cenarrusa*

SECRETARY OF STATE

By *Sheryl Deane*

# APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

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 information:

MAR 9 9 02 AM '92  
SECRETARY OF STATE

1. The name of the corporation is ROBERT SCOTT SECURITIES, INC.

2. The name which it shall use in Idaho is \_\_\_\_\_

(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 California

4. The date of its incorporation is 5/25/90 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

881 Dover Dr., Ste. 25, Newport Beach, CA 92663

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

7. The street address of its proposed registered office in Idaho is 300 North 6th Street  
Boise, Idaho 83701

\_\_\_\_\_, and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

General securities business

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

| Name                | Office | Address |
|---------------------|--------|---------|
| <u>SEE ATTACHED</u> |        |         |
| _____               | _____  | _____   |
| _____               | _____  | _____   |
| _____               | _____  | _____   |
| _____               | _____  | _____   |
| _____               | _____  | _____   |
| _____               | _____  | _____   |

(continued on reverse)

Name

Office

Address

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3/1/92

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: March 2, 1992

ROBERT SCOTT SECURITIES, INC.

(Corporation Name)

By

Robert C. Baird

Its President/ ~~Vice President (please specify)~~  
Robert C. Baird

and

Donald J. Asselin

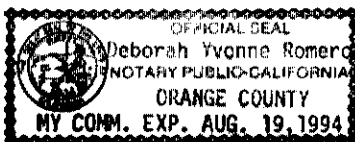
Its ~~Secretary~~ Assistant Secretary ~~(please specify)~~  
Donald J. Asselin,

STATE OF California )

COUNTY OF Orange ) ss:

I, Deborah Yvonne Romero, a notary public, do hereby certify that on  
this 2ND day of March, 19 92, personally appeared before  
me Robert C. Baird, who being by me first duly sworn, declared that ~~he~~  
is the President of ROBERT SCOTT SECURITIES, INC.

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



Deborah Yvonne Romero  
Notary Public

ROBERT SCOTT SECURITIES, INC.  
(California Domestic)

MAR 9 9 11 AM '92  
SECRETARY OF STATE

Officers & Directors

| <u>Name</u>       | <u>Title</u>                                   | <u>Residence Address</u>                          |
|-------------------|--|---|
| David A. Colton   | Chairman, Board of Directors                   | 4621 Roxbury Rd.<br>Corona Del Mar,<br>CA 92625   |
| Robert C. Baird   | President/Secretary<br>& Director              | 539 Desert West Dr.<br>Rancho Mirage,<br>CA 92270 |
| Donald J. Asselin | Senior Vice President<br>& Assistant Secretary | 17 Del Perlatto<br>Irvine, CA 92714               |
| William A. Goode  | Senior Vice President<br>& Treasurer           | 17 Del Perlatto<br>Irvine, Ca 92714               |

Business address for all:

881 Dover Drive, Suite 25  
Newport Beach, CA 92663

# State of California

OFFICE OF THE SECRETARY OF STATE

## CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, MARCH FONG EU, *Secretary of State of the State of California*, hereby certify:

That on the 25th day of May, 19 90,

ROBERT SCOTT SECURITIES, INC.

*became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and*

*That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and*

*That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and*

*That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and*

*That no information is available in this office on the financial condition, business activity or practices of this corporation.*

IN WITNESS WHEREOF, I execute this  
certificate and affix the Great Seal  
of the State of California this  
2nd day of March, 1992



*March Fong Eu*

Secretary of State