

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

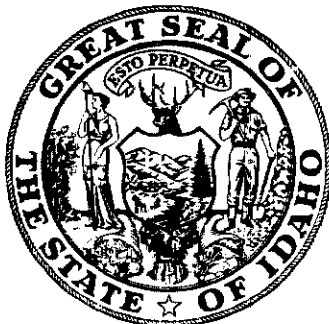
SECURITIES AMERICA ADVISORS, INC.

File number C 121683

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

Dated: November 24, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *Jonny Herold*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

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To the Secretary of State of Idaho:

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

SECRETARY OF STATE
STATE OF IDAHO

- The name of the corporation is SECURITIES AMERICA
ADVISORS, INC.
- The name which it shall use in Idaho is SECURITIES AMERICA ADVISORS, INC.
- It is incorporated under the laws of NE
- Its date of incorporation is 9-7-82
- The address of its principal office is 7100 WEST CENTER RD.
OMAHA NE 68106
- The address to which correspondence should be addressed, if different from item 5, is SAME
- The street address of its registered office in Idaho is 300 No. 6th St.
BOISE ID, and its registered agent in Idaho at that address is CT Corp System
- The names and respective business addresses of its directors and officers are:

Name	Office	Address
<i>See attached</i>		

Dated: 11-12-97

SECURITIES AMERICA ADVISORS INC
(Corporation name)

By James J. Vooght
Its CFO

(specify capacity of signer)

Customer Acct # IDAHO SECRETARY OF STATE

(if using pre-paid account)

11/24/1997 09:00
CK: 5734 01: 0058 00: 30858

1 @ 100.00 = 100.00 AUTH PRO
1 @ 20.00 = 20.00 CORP SUR

Revised 7/97

g:\corpforms\CA.pmf

SECURITIES AMERICA ADVISORS, INC.
FEDERAL TAX ID # 47-0648506

DIRECTORS:

506-40-3838	STEPHEN K. WILD	14025 LAFAYETTE CIRCLE, OMAHA, NE 68154
505-54-7934	STEVEN F. MCWHORTER	456 N. 61ST STREET, OMAHA, NE 68132
506-90-0562	THOMAS ZIELINSKI	3126 MASON STREET, OMAHA, NE 68105
249-25-7726	P. JANINE WERTHEIM	4219 S. 173RD STREET, OMAHA, NE 68135
508-66-3002	JIM NAGENGAST	5626 DECATUR STREET, OMAHA NE 68106

OFFICERS:

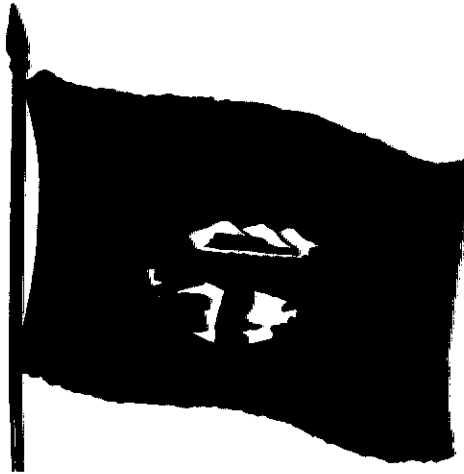
506-40-3838	STEPHEN K. WILD	14025 LAFAYETTE CIRCLE, OMAHA, NE 68154	CHAIRMAN
505-54-7934	STEVEN F. MCWHORTER	456 N. 61ST STREET, OMAHA, NE 68132	V. PRESIDENT
506-90-0562	THOMAS ZIELINSKI	3126 MASON STREET, OMAHA, NE 68105	V. PRESIDENT
249-25-7726	P. JANINE WERTHEIM	4219 S. 173RD STREET, OMAHA, NE 68135	PRESIDENT
508-66-3002	JIM NAGENGAST	5626 DECATUR STREET, OMAHA NE 68106	TREASURER
507-88-9698	SHARON T. RIPLEY	13772 PIERCE STREET, OMAHA, NE 68144	SECRETARY

STATE OF

NEBRASKA

**United States of America,
State of Nebraska**

} ss.



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SECRETARY OF STATE
STATE OF IDAHO

**Department of State
Lincoln, Nebraska**

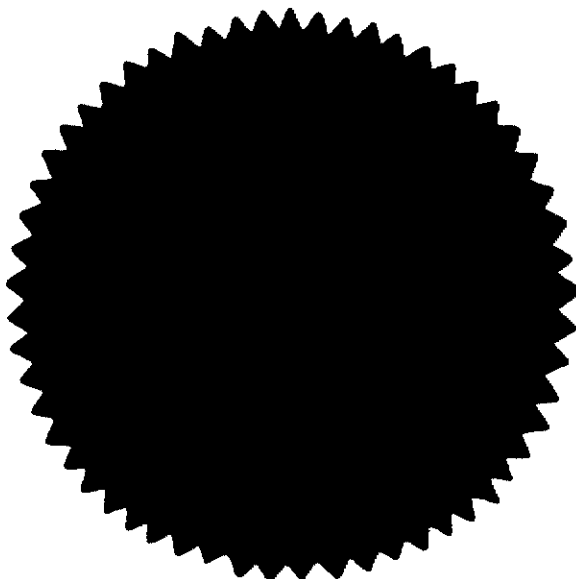
**I, Scott Moore, Secretary of State of the State of Nebraska do hereby
certify;**

SECURITIES AMERICA ADVISORS, INC.

**was duly incorporated under the laws of this state on September 7, 1982,
and do further certify that no occupation taxes assessed are unpaid
and no annual reports are delinquent; articles of dissolution have
not been filed; and said corporation is in existence as of the date
of this certificate.**

In Testimony Whereof,

**I have hereunto set my hand and
affixed the Great Seal of the State
of Nebraska on November 17
in the year of our Lord, one thousand
nine hundred and ninety-seven.**



Scott Moore

SECRETARY OF STATE