

F980000002106

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: J. ALDEN ASSOCIATES INC
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida",
"Certificate of Existence", and check are submitted to register the above referenced foreign corporation to
transact business in Florida.

800002484088--8
-04/09/98-01067-001
*****78.75 *****78.75

Please return all correspondence concerning this matter to the following:

CAROL BLENDER
(Name of Person)
J. ALDEN ASSOCIATES INC
(Firm/Company)
P O Box 744
(Address)
JENKINTOWN PA 19046
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

CAROL BLENDER at (215) 572-8700
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

W98-4043

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 9, 1998

CAROL BLENDER
J. ALDEN ASSOCIATES INC.
P.O. BOX 744
JENKINTOWN, PA 19046

SUBJECT: J. ALDEN ASSOCIATES, INC.
Ref. Number: W9800008043

We have received your document for J. ALDEN ASSOCIATES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

A business entity may not serve as its own registered agent. Please designate an individual or another business entity with an active registration or filing with this office, having a Florida street address identical with that of the registered office.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 198A00019024

J. Alden Associates, Inc.

The Pavilion
P.O. Box 744
Jenkintown, PA 19046
(215) 572-8700
(800) 730-9201

Peter A. Engelbach, IAFF
President

April 8, 1998

Qualifications/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

RE: Application to Transact Business in Florida for J. Alden Associates, Inc.

Dear Sir or Madame:

Would you please expedite this application as soon as possible. There is a pending broker application with the Florida Division of Securities. His application is contingent upon the completion of this application to transact business in Florida.

If you have any questions or need further information please call me at the above number.

Sincerely yours,



Peter A. Engelbach

PAE/net
Enclosures

J. Alden Associates, Inc.

*The Pavilion
P.O. Box 744
Jenkintown, PA 19046
(215) 572-8700
(800) 730-9201*

*Peter A. Engelbach, IAEP
President*

April 13, 1998

VIA AIRBORNE EXPRESS

Ms. Agnes Lunt
Florida Department of State
Division of Corporations – Qualifications
409 E. Gaines Street
Tallahassee, FL 32399

RE: J. Alden Associates, Inc Letter No. 198A00019024

Dear Ms. Lunt:

Pursuant to your letter of April 9, 1998, enclosed is the amended application for authorization to transact business in the State of Florida, along with a copy of your letter.

Your prompt attention is appreciated. If you have any questions, please call me.

Sincerely yours,


Peter A. Engelbach

PAE/net
Enclosure

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. J. ALDEN ASSOCIATES, INC
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. DELAWARE 3. 23-2825319
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 11/3/95 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. UPON QUALIFICATION
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 8751 WEST BROWARD BLVD SUITE 204
PLANTATION FL 33324
(Current mailing address)

8. BROKER/DEALER SECURITIES
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

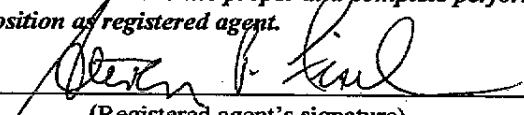
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: STEVEN P. FISCH

Office Address: 8751 WEST BROWARD BLVD SUITE 204
PLANTATION FL, Florida, 33324
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: PETER A. ENGELBACH

Address: 261 OLD YORK ROAD SUITE 404
JENKINTOWN, PA 19046

Director: STEVEN P. FISCH

Address: 8751 WEST BROWARD BLVD SUITE 204
PLANTATION FL 33324

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: PETER A. ENGELBACH

Address: 261 OLD YORK ROAD SUITE 404
JENKINTOWN PA 19046

Vice President: _____

Address: _____

Secretary: CAROL BLENDER

Address: 261 OLD YORK ROAD SUITE 404
JENKINTOWN PA 19046

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.  President
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

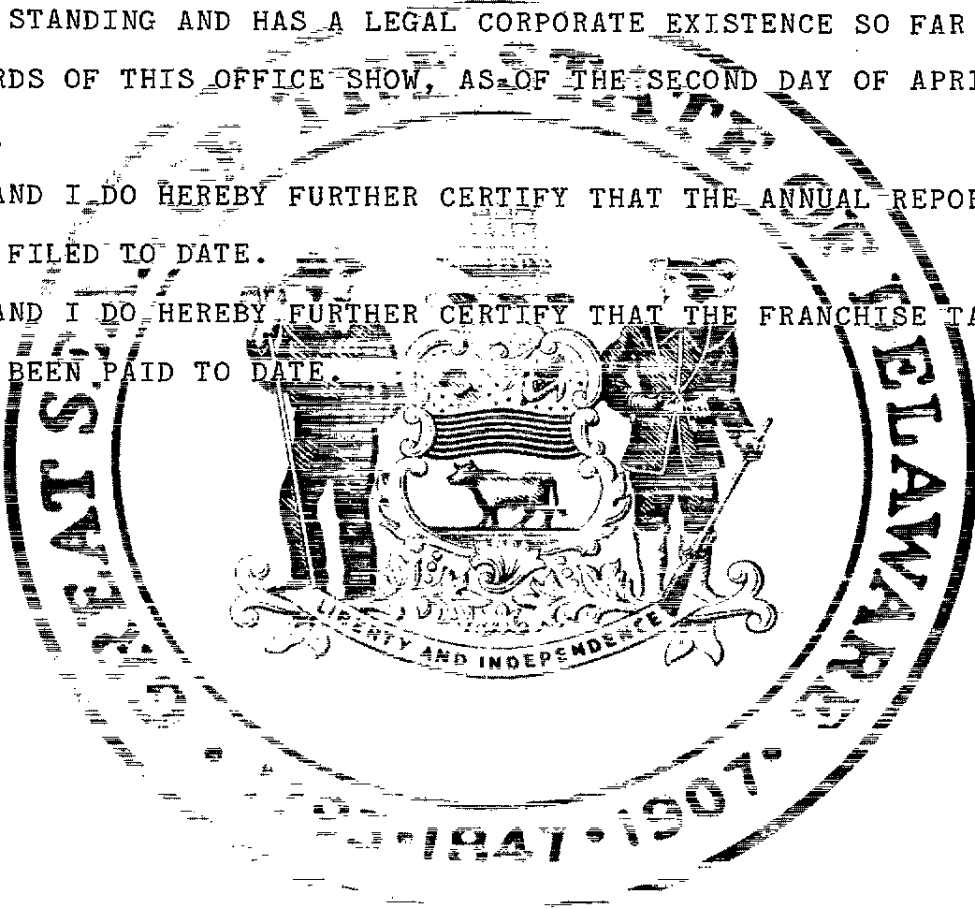
14. PETER A. ENGELBACH
(Typed or printed name and capacity of person signing application)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "J. ALDEN ASSOCIATES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF APRIL, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9008078

DATE: 04-02-98