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CT Corporation System 660 East Jefferson Street Tallahassee, FL 32301 850-222-1092

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APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

	D Dispute Resolution, Inc.	
àbbre persor	viations of like import in language as will	NCORPORATED" or "CORPORATION" or words or clearly indicate that it is a corporation instead of a natural name at present. "Company" or "Co." may not be used as a
2. Dela	ware	3. 52-2187577
(State	e or country under the law of which ncorporated)	(FEI number, if applicable)
4. Mav	11, 1999	5. perpetual
	of Incorporation)	(Duration: Year corp. will cease to exist or "perpetual")
б ирог	n qualification	
	(Date corporation first conducted Affairs See sections 617.1501, 617.1502, and 81	
7. <u>1735</u>	K Street, NW	
3371	ington DC 20006	-
wasn	nington, DC 20006 (Current maili	ng address)
	•	
3. See A	Attachment A	
(Purpo	ose(s) of corporation authorized in home s	tate or country to be carried out in the state of Florida)
9. Nam	e and street address of Florida re	egistered agent:
	C T CORPORATION SYSTEM	. ,
		(Name)
	c/o C T CORPORATION SYSTEM,	1200 S. Pine Island Rd
		Office address)
	`	
	Tolonia de la constanta de la	Electificación
	Plantation (City)	, Florida, <u>33324</u> (Zip Code)
	(City)	(=.p ====)
10. R e	egistered agent's acceptance:	
Having	been named as registered agent an	nd to accept service of process for the above stated
register of all st	ition at the place designated in this ed agent and agree to act in this co atutes relative to the proper and co d accept the obligations of my posi	s application, I hereby accept the appointment as apacity. I further agree to comply with the provisions implete performance of my duties, and I am familiar tion as registered agent.
	CT CORP	ORATION SYSTEM
	(Registe	ered 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

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: See Attachment B Address: Vice Chairman: Address: Director: Address: Director: Address: B. OFFICERS (Street address only- P. O. Box NOT acceptable) President: See Attachment B Address: Vice President: Address: Secretary: Address:___ Treasurer: Address: NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

(Typed or printed name and capacity of person signing application)

official having custody of corporate records in the jurisdiction under the law of which it is

Linda D. Fienberg, President

Attachment A

NASD Dispute Resolution, Inc. Purpose of Corporation Authorized in Home State

"to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware and, without limiting the generality of the forgoing business or purposes to be conducted or promoted, shall include the responsibilities and functions set forth in the "Plan of Allocation and Delegation of Functions by NASD to Subsidiaries," as approved by the Securities and Exchange Commission, as amended from time to time. The Corporation is not organized for profit and no part of the net earnings of the Corporation shall inure to the benefit of any private stockholder or individual."

Attachment B

NASD DISPUTE RESOLUTION, INC.

Officers

Name	<u>Title</u>	Address
Linda D. Fienberg	President	3125 Beech Street, NW Washington, DC 20015
James R. Allen	Treasurer	6112 Granby Road Rockville, MD 20855
Joan C. Conley	Secretary	9611 Carriage Road Kensington, MD 20895

Directors

<u>Name</u>	<u>Title</u>	<u>Address</u>
Linda D. Fienberg	Director	3125 Beech Street, NW Washington, DC 20015
James R. Allen	Director	6112 Granby Road Rockville, MD 20855
Joan C. Conley	Director	9611 Carriage Road Kensington, MD 20895

State of Delaware

PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NASD DISPUTE RESOLUTION, 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 TWENTY-FIFTH DAY OF FEBRUARY, A.D. 2000.

AND_I_DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

Edward J. Freel, Secretary of State

AUTHENTICATION:

0280350

DATE:

02-25-00

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