



FOI 000004520

ACCOUNT NO. : 072100000032

REFERENCE : 436684 7188063

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 70.00

FILED
01 AUG 27 AM 11:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : August 21, 2001

ORDER TIME : 9:33 AM

ORDER NO. : 436684-015

600004557196--9

CUSTOMER NO: 7188063

CUSTOMER: Ms. Cindy C. Bock
E*trade Group, Inc.
4500 Bohannon Drive

Menlo Park, CA 94025

RECEIVED
01 AUG 27 AM 10:26
DIVISION OF CORPORATION

FOREIGN FILINGS

NAME: E*TRADE SECURITIES,
INCORPORATED

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XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

BK

CONTACT PERSON: Deborah Schroder -- EXT# 1118

EXAMINER: _____

**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. E*TRADE Securities, Incorporated
(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. California 3. - 77-0116489
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. February 6, 1986 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 4500 Bohannon Drive, Menlo Park, CA 94025
(Principal office address)
- same
(Current mailing address)
8. on-line brokerage
(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (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.

Corporation Service Company

Laura R. Dunlap
(Registered agent's signature)

Laura R. Dunlap
as its agent

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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

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.

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

14. Connie Dotson, Chief Global Service Quality Officer
(Typed or printed name and capacity of person signing application)

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E*TRADE SECURITIES, INCORPORATED

Directors and Officers

Directors:

R. Jarrett Lilien
Connie M. Dotson
Charles Nalbone
Susan T. White

Officers:

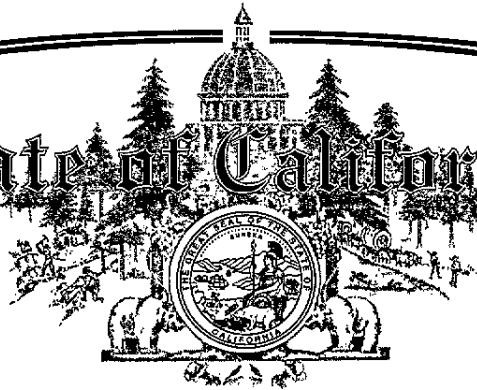
President: R. Jarrett Lilien
Chief Financial Officer: Shane Mulron
Chief Compliance Officer: Charles Nalbone
Secretary: Connie Dotson
Vice President of Trading
and Risk Services: Wade Cooperman
Assistant Vice President: Thomas Delaney

Address for Directors and Officers:

c/o E*TRADE Group, Inc.
4500 Bohannon Drive
Menlo Park, CA 94025

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of California



SECRETARY OF STATE
CERTIFICATE OF STATUS
DOMESTIC CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the **6th day of February, 1986, E*TRADE SECURITIES, INCORPORATED** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

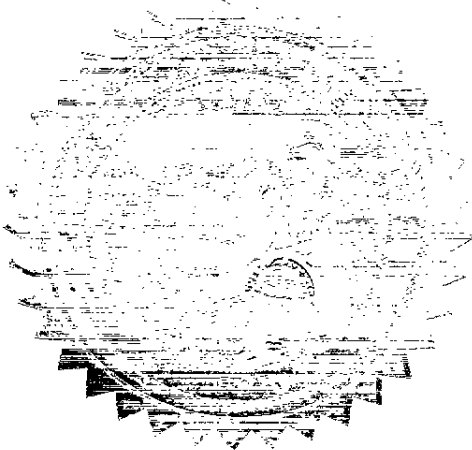
That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

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 day
of August 23, 2001.



Bill Jones
BILL JONES
Secretary of State

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