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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 OCT -6 AM 11: 10

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AFS Brokerage Inc.
Member NASD/SIPC

September 29, 2003

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

03 OCT - 6 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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To Whom It May Concern:

Enclosed please find paperwork required to register AFS Brokerage, Inc. as a Foreign Corporation in the State of Florida. Also enclosed is a check in the amount of \$78.75 as payment for the Filing Fee and Certificate of Status. CT Corporation has been named, and has agreed, to act as registered agent for our firm.

Should additional information be required to complete this process, please feel free to contact me at the phone number given below.

Sincerely,

Marcia L. Garrett
Director of Compliance

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: AFS BROKERAGE, 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.

Please return all correspondence concerning this matter to the following:

MARCIA L. GARRETT
(Name of Person)
AFS BROKERAGE, INC.
(Firm/Company)
7840 E. BERRY PLACE, SUITE 200
(Address)
GREENWOOD VILLAGE, CO 80111
(City/State and Zip code)

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TALLAHASSEE FLORIDA

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For further information concerning this matter, please call:

MARCIA L. GARRETT at (303) 770-4429
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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. AFS BROKERAGE, INC
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. COLORADO 3. 841123627
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. AUGUST 14, 1989 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. JULY 28, 2003
(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. 7840 E. BARRY PL., #200 GREENWOOD VILLAGE, CO 80111
(Principal office address)

SAME AS ABOVE
(Current mailing address)

8. SALES OF INVESTMENT PRODUCTS
(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: CT CORPORATION SYSTEM

Office Address: 1200 SOUTH PINE ISLAND RD.

PLANTATION, Florida 33324
(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.

Hiedi M. Lued

(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 business addresses of officers and/or directors:

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TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: RICHARD J. GRAHAM

Address: 7840 E. BERRY PL., #200
GREENWOOD VILLAGE, CO 80111

Director: _____

Address: _____

B. OFFICERS

President: LARRY L. GRAHAM

Address: 7840 E. BERRY PL., #200
GREENWOOD VILLAGE, CO 80111

Vice President: _____

Address: _____

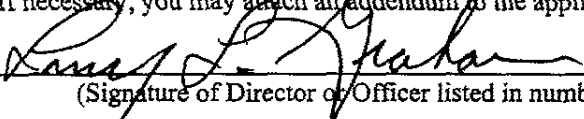
Secretary: JAMES D. LEAKE

Address: 7901 E. BELLEVIEW, ENGLEWOOD, CO 80111

Treasurer: _____

Address: _____

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. LARRY L. GRAHAM, PRESIDENT
(Typed or printed name and capacity of person signing application)

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SEALING AREA
TALLAHASSEE, FLORIDA



STATE OF COLORADO

DEPARTMENT OF STATE CERTIFICATE

I, DONETTA DAVIDSON, Secretary of State of the State of Colorado,
hereby certify that, according to the records of this office,

AFS BROKERAGE, INC.
(Colorado CORPORATION)
File # 19891086455

was filed in this office on August 14, 1989 and has complied with the applicable provisions
of the laws of the State of Colorado and on this date is in good standing and authorized and
competent to transact business or to conduct its affairs within this state.

Dated: September 8, 2003

For Validation:

Certificate ID: **705079**

To validate this certificate, visit the following
web site, enter this certificate ID, then follow the
instructions displayed.

www.sos.state.co.us/ValidateCertificate

Donetta Davidson

SECRETARY OF STATE