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DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

KANE REID SECURITIES GROUP, INC.

Certificate of Status	1
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**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. Kane Reid Securities Group, 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. Delaware 3. 73-1730645
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. April 29, 2004 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 400 NE 17th Way, Fort Lauderdale, FL 33301
(Principal office address)
400 NE 17th Way, Fort Lauderdale, FL 33301
(Current mailing address)
8. Online brokerage specializing in trading equity and option 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 NOT acceptable)
Name: Corporation Service Company
Office Address: 1201 Gays 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 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
By: Cynthia L. Harris Cynthia L. Harris
(Registered agent's signature) 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:

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A. DIRECTORSChairman: Donato A. Montanaro, Jr.Address: 400 NE 17th Way, Fort Lauderdale, FL 33301

Vice Chairman: _____

Address: _____

Director: Donato A. Montanaro, Jr.Address: 400 NE 17th Way, Fort Lauderdale, FL 33301

Director: _____

Address: _____

B. OFFICERSPresident: Donato A. Montanaro, Jr.Address: 400 NE 17th Way, Fort Lauderdale, FL 33301Vice President: Richard J. Magen, Jr.Address: 400 NE 17th Way, Fort Lauderdale, FL 33301Secretary: Philip A. ClaxtonAddress: 400 NE 17th Way, Fort Lauderdale, FL 33301Treasurer: Philip A. ClaxtonAddress: 400 NE 17th Way, Fort Lauderdale, FL 33301

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. Donato A. Montanaro, Jr., President and CEO

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

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Delaware

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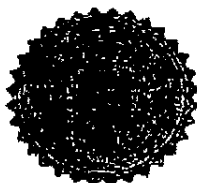
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KANE REID SECURITIES GROUP, 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 TWELFTH DAY OF APRIL, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "KANE REID SECURITIES GROUP, INC." WAS INCORPORATED ON THE TWENTY-NINTH DAY OF APRIL, A.D. 2004.

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

APR 12 AM 6:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3805444

DATE: 04-12-05

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