

Division of Corporations

Page 1 of 1

Florida Department of State
Division of Corporations
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DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

H.G. Wellington & Co. Inc.

Certificate of Status	1
Certified Copy	1
Page Count	05
Estimated Charge	\$87.50

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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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. H.G. WELLINGTON & CO., INC.

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

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

2. DELAWARE

(State or country under the law of which it is incorporated)

3. 13-3216715

(FEI number, if applicable)

4. 7-1-1984

(Date of incorporation)

5. PERPETUAL

(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. 14 WALL STREET, NEW YORK, NY 10005

(Principal office address)

14 WALL STREET, NEW YORK, NY 10005

(Current mailing address)

8. BROKER IN 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 NOT acceptable)

Name: CT CORPORATION SYSTEM

Office Address: 1200 SOUTH PINE ISLAND RD

PLANTATION

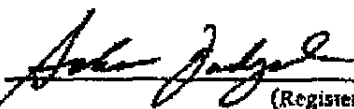
(City)

, 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.



Sohan Dindyal
Vice President

(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.

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H B WELLINGTON

P.02

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE ATTACHED LIST

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

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. John P. O'Brien

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

14. JOHN P. O'BRIEN - S.R.V.P. - CONTROLLER & TREASURER

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

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H G WELLINGTON

P.03

H.G. WELLINGTON & CO., INC.

NAMES AND ADDRESSES OF DIRECTORS AND OFFICERS

- * Herbert G. Wellington, Jr., Chairman of the Board
H.G. Wellington & Co.Inc., 14 Wall St., New York, NY 10005
- * Thomas W. Grant, President
H.G. Wellington & Co.Inc., 14 Wall St., New York, NY 10005
- * John Patrick O'Brien, Sr.Vice President/Controller & Treasurer
H.G. Wellington & Co.Inc., 14 Wall St., New York, NY 10005
- * Paul Immo Gulden, Jr., Executive Vice President
H.G. Wellington & Co.Inc., 14 Wall St., New York, NY 10005
- * Laurence Arthur Shadek, Executive Vice President/Secretary
H.G. Wellington & Co. Inc, 14 Wall St., New York, NY 10005
- * Peter Jay Lagemann, Executive Vice President
H.G. Wellington & Co.Inc., 14 Wall St., New York, NY 10005
- * Joseph Cembrola, Sr. Vice President Operations
H.G. Wellington & Co. Inc., 14 Wall St., New York, NY 10005
- * Charles H. Wallington, Sr., VP/Director
H.G. Wallington & Co.Inc., 14 Wall St., New York, NY 10005
- Charles R. Thompson, Executive V.P.
H.G. Wellington & Co.Inc., 14 Wall St., New York, NY 10005
- * Mark P. Sperry, Senior VP/Director
H.G. Wellington & Co., Inc., 14 Wall Street, New York, NY 10005
- * Denotes Director

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FROM CORPORATION TRUST WILM TEAM #2

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Delaware

PAGE 1

The First State

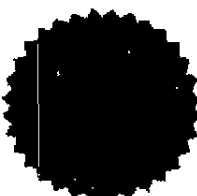
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "H.G. WELLINGTON & CO. INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-EIGHTH DAY OF SEPTEMBER, A.D. 2005.

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.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "H.G. WELLINGTON & CO. INC." WAS INCORPORATED ON THE TENTH DAY OF MAY, A.D. 1984.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2035003 8300

AUTHENTICATION: 4190740

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DATE: 09-28-05