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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10 OCT - 7 PM 2:56

APPROVED
AND
FILED

PS 10/11/10

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Wunderlich Securities, 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," or "Certificate of Good Standing" 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:

Robert Corne (CFO)

Name of Person

Wunderlich Securities, Inc

Firm/Company

6000 Poplar Ave Ste 150

Address

Memphis, TN 38119

City/State and Zip code

rcorne@wundernet.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Julie Corts

Name of Person

at (901) 521-9401

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- | | | | |
|--|--|---|---|
| <input checked="" type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &
Certified Copy | <input type="checkbox"/> \$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. Wunderlich Securities, 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. TN

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

3. 62-1518255

(FEI number, if applicable)

4. 01-10-1992

(Date of incorporation)

5. _____

(Duration: Year corp. will cease to exist or "perpetual")

6. 07-09-2010

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 6000 Poplar Ave, Ste 150 Memphis, TN 38119

(Principal office address)

6000 Poplar Ave, Ste 150 Memphis, TN 38119

(Current mailing address)

8. Full Service Broker Dealer.

(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, 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.

Bernadette McNamara

Bernadette McNamara

(Registered agent's signature)

Assistant Secretary

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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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Ceo - Gary K Wunderlich Jr

Address: 6000 Poplar Ave, Memphis, TN 38119

Vice Chairman: President - Philip Zanone

Address: 6000 Poplar Ave, Memphis, TN 38119

Director: COO - Stephen Bonnema

Address: 6000 Poplar Ave, Memphis, TN 38119

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: CFO - Robert Corne

Address: 6000 Poplar Ave, Memphis, TN 38119

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. Robert J. Corne, CFO

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

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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APPROVED
FILED



STATE OF TENNESSEE
Tre Hargett, Secretary of State
Division of Business Services
312 Rosa L. Parks Avenue
6th Floor, William R. Snodgrass Tower
Nashville, TN 37243

WUNDERLICH SECURITIES, INC.

September 27, 2010

ATTN: ROBERT CORNE
6000 POPLAR AVE
STE 150
Memphis, TN 38119

Request Type: Certificate of Existence/Authorization

Request #: 0022054

Issuance Date: 09/27/2010

Copies Requested: 2

Document Receipt

Receipt #: 256678

Filing Fee: \$40.00

Payment-Check/MO - WUNDERLICH SECURITIES, INC., Memphis, TN

\$40.00

Regarding: WUNDERLICH SECURITIES, INC.

Filing Type: Corporation For-Profit - Domestic

Charter/Qualification Date: 01/10/1992

Status: Active

Duration Term: Perpetual

Control #: 248698

Date Formed: 01/10/1992

Formation Locale: Shelby County

Inactive Date:

CERTIFICATE OF EXISTENCE

I, Tre Hargett, Secretary of State of the State of Tennessee, do hereby certify that effective as of the issuance date noted above

WUNDERLICH SECURITIES, INC.

* is a Corporation duly incorporated under the law of this State with a date of incorporation and duration as given above;

* has paid all fees, taxes and penalties owed to this State (as reflected in the records of the Secretary of State and the Department of Revenue) which affect the existence/authorization of the business;

* has filed the most recent corporation annual report required with this office;

* has appointed a registered agent and registered office in this State;

* has not filed Articles of Dissolution or Articles of Termination. A decree of judicial dissolution has not been filed.

Tre Hargett

Tre Hargett, Secretary of State
Business Services Division

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SECRETARY OF STATE
TENNESSEE
FILED

APPROVED
FILED

Processed By: Sheila Keeling

Phone 615-741-6488 * Fax (615) 741-7310 * Website: <http://tnbear.tn.gov/>