

F9500002238

CT CORPORATION SYSTEM

Requestor's Name
660 EAST JEFFERSON STREET

Address
TALLAHASSEE FL 32301 222-1092

City State Zip Phone

700001479217
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*****70.00 *****70.00

CORPORATION(S) NAME

Key Investments Inc
d-b-r
Florida Key Investments Inc

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Liability | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of F.A.C. |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Fict. Filing |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Walk In | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Mail Out | <input type="checkbox"/> Pick Up |
| <input checked="" type="checkbox"/> Walk In | | |
| <input type="checkbox"/> Mail Out | | |

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 95 MAY 8 AM 11:58
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Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

3:00
5-8-95

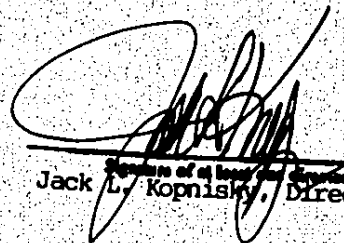
PLEASE RETURN EXTRA COPIES
FILE STAMPED

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Jack L. Kohnisky, do hereby certify
that this Resolution of the Board of Directors of Key Investments Inc.
a corporation duly organized and existing under the laws of the State of New York
was duly adopted ^{as of} May 1, 1995.

Resolved, that Key Investments Inc. organized
and existing in the State of New York, hereby adopts the
name Florida Key Investments Inc. for use in Florida.

Dated: May 4, 1995


Signature of at least one Director
Jack L. Kohnisky, Director

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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. Key Investments Inc. d.b.a. Florida Key Investments Inc.
(Name of corporation: must include the word "INCORPORATED," "COMPANY," or "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. New York
(State or country under the law of which it is incorporated)
3. August 22, 1984
(Date of Incorporation)
4. Perpetual
(Duration)
5. 14-1658322
(Federal Employer Identification number, if applicable)
6. Upon Qualification
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 607.1503, F.S.)
7. 127 Public Square - 4th Floor, Cleveland, Ohio 44114-1306
(Current mailing address)
8. See attached purpose clause
(Brief description of the nature of the business in which it is engaged in the state of Florida)
9. Names and street addresses of officers and or directors:
 - A. Directors:
 - Chairman: Jack L. Kohnisky
 - Address: 127 Public Square
Cleveland, Ohio 44114-1306
 - Vice Chairman: _____
Address: _____
 - Director: See attached list of directors
Address: _____
 - Director: _____
Address: _____

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9. Officers:

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida 33324

Zip Code

11. 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.

Registered agent's signature: _____

C T Corporation System

Michael P. Nakon, Asst. Secy.

(Typed Name and Title of Officer)

12. 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.

13. Eve C. Brunswick
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Eve C. Brunswick, Secretary
(Name and capacity of person signing application)

**Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida**

**Purpose Clause of
Key Investments Inc.**

To engage in and carry on the business of brokers and dealers in securities of every kind, character or description to the extent permitted by law and to do any and all things which may be useful in connection with or incidental to the conduct of such business and to engage in any lawful act or activity for which corporations may be formed.

Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Directors of
Key Investments Inc.**

1. James S. Bingay, Jr.
127 Public Square
Cleveland, Ohio 44114-1306
2. Robert G. Jones
127 Public Square
Cleveland, Ohio 44114-1306
3. Jack L. Kopnisky
127 Public Square
Cleveland, Ohio 44114-1306
4. W. Christopher Maxwell
127 Public Square
Cleveland, Ohio 44114-1306
5. Gerald A. Fallon
127 Public Square
Cleveland, Ohio 44114-1306
6. Jack Kohl
127 Public Square
Cleveland, Ohio 44114-1306
7. Daniel E. Klimas
127 Public Square
Cleveland, Ohio 44114-1306
8. Henry Lewis Meyer, III
127 Public Square
Cleveland, Ohio 44114-1306

Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Officers of
Key Investments Inc.**

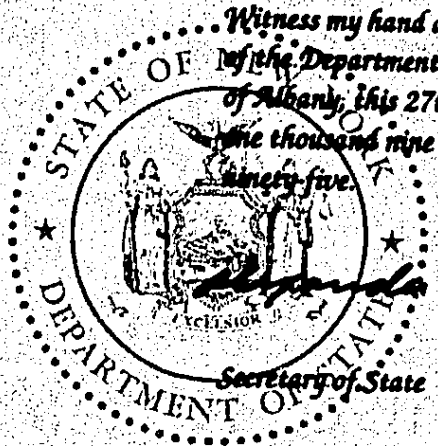
1. Jack L. Kopnisky, President
127 Public Square
Cleveland, Ohio 44114-1306
2. Karl F. Krebs, Treasurer
127 Public Square
Cleveland, Ohio 44114-1306
3. Steven N. Bulloch, Assistant Secretary
127 Public Square
Cleveland, Ohio 44114-1306
4. Joan M. Cook, Senior Vice President
1109 Pacific Avenue
Tacoma, Washington 98402
5. Randall Richard, Senior Vice President
54 State Street
Albany, New York 12207
6. Raymond F. Mack, Senior Vice President
127 Public Square
Cleveland, Ohio 44114-1306
7. James C. Thie, Chief Financial Officer
4900 Tiedeman Road
Brooklyn, Ohio 44144
8. Eve C. Brunswick, Secretary
127 Public Square
Cleveland, Ohio 44114-1306
9. William J. Blake, Assistant Secretary
127 Public Square
Cleveland, Ohio 44114-1306
10. Cheryl A. Dalton, Senior Vice President
127 Public Square
Cleveland, Ohio 44114-1306
11. Jeffrey D. Suhanic, Chief Compliance Officer
127 Public Square
Cleveland, Ohio 44114-1306

State of New York | ss:
Department of State

I hereby certify, that the certificate of incorporation of KEY INVESTMENTS INC. was filed on 08/22/1984, under the name of KEY BROKERAGE COMPANY INC., with perpetual duration, and that I have made a diligent examination of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment KEY BROKERAGE COMPANY INC., changing name to KEY INVESTMENTS INC., was filed 04/03/1995.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 27th day of April
the thousand nine hundred and



ninety-five.

Raymond F. Trenchard
Secretary of State

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