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TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

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06/21/95--01006--009
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SUBJECT: LOMBARD SECURITIES INCORPORATED
(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:

E. H. Price Green
(Name of Person)
Lombard Securities Incorporated
(Firm/Company)
300 East Lombard Street, Ste. 920
(Address)
Baltimore, MD 21202
(City, State and Zip Code)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Should you need to call someone concerning this matter, please call:

E. H. Price Green at (410) 783-1600
(Name of Person) Area Code & Daytime Telephone Number

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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COURIER ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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6/22

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. LOMBARD SECURITIES INCORPORATED

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "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. Maryland

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

3. 52-1889603

(FEI number, if applicable)

4. 07/25/90

(Date of incorporation)

5. Perpetual

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

6. None as of this date.

(Date first transacted business in Florida. (See sections 007.1501, 007.1502, and 817.155, F.S.)

7. 300 East Lombard Street, Ste. 920

Baltimore, MD 21202

(Current mailing address)

8. Sale of securities and investment products

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: Randall W. Henley, Esq.

Henley & Brubham, P.A.

Office Address: 322 Baynon Boulevard

West Palm Beach

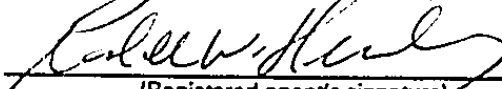
, Florida ,

33401

(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.



(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.A. Directors:

Chairman: John J. Woloszyn, Esq.
3516 N. Calvert Street
Baltimore, MD 21218

Director: James C. Austin
3941 Dudley Avenue
Baltimore, MD 21213

Director: H. Philip Davis
11714 Lightfall Court
Columbia, MD 21044

Director: Bernard C. Kirby
112 Dunkirk Road
Baltimore, MD 21212

Director: Daniel T. McHugh
207 Chancery Road
Baltimore, MD 21218

Director: George A. Piendak
3401 Greenway #202
Baltimore, MD 21218

Director: Edwin M. Reynolds, Jr.
834 Hillside Road
Brooklandville, MD 21022

12.B. Officers:

President/Treasurer: Daniel T. McHugh
207 Chancery Road
Baltimore, MD 21218

Secretary: John J. Woloszyn, Esq.
3516 N. Calvert Street
Baltimore, MD 21218

Executive V.P.: E. H. Price Green
1210 S.W. 22nd Avenue
Boynton Beach, FL 33426

SECRETARY
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12.B. Officers (Cont.):

Vice President: Marshall J. Datcher
3314 20th Street, N.E.
Washington, D.C. 20018

13. Signature: _____

14. Name: E. H. Price Green, Executive Vice President

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SECRETARY OF STATE
DIVISION OF CONSTITUTIONS

STATE OF MARYLAND

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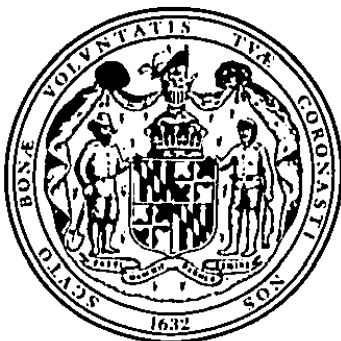
DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

SECRETARY OF STATE
DIVISION OF CORPORATIONS
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I, NANCY GRUENINGER OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT LOMBARD SECURITIES INCORPORATED IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 15TH DAY OF JUNE, 1995.

Nancy Grueninger
NANCY GRUENINGER
ADMINISTRATIVE OFFICER