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TO: Qualification/Tax Lien Section  
Division of Corporations

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-03/26/96--01068--001  
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SUBJECT: Global Financial Group Inc <sup>W916-6591</sup>  
(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:

Cecilia Luikens Schrempf  
(Name of Person)

Global Financial Group Inc  
(Firm/Company)

100 Washington So Ste 1319  
(Address)

Minneapolis, MN 55401  
(City/State/Zip)

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96 APR -1 PM 4:04

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

Cecilia Luikens Schrempf at (612) 321-5655  
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.  
Division of Corporations  
409 E. Gaines St  
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

# Global Financial Group, Inc.

## MINUTES OF ACTION OF THE BOARD OF DIRECTORS

Action of the Board of Directors: 3/28/96

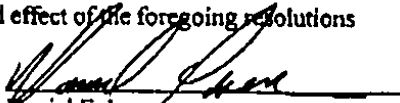
By quorum decision we have resolved to adopt the following resolution:

### CHANGE OF NAME for the State of Florida

RESOLVED: That the board has resolved to adopt the following name for branch offices located in the State of Florida:

GLOBAL FINANCIAL GROUP, INC. of Minnesota

RESOLVED FURTHER: That the officers of the Company be, and hereby are, authorized and instructed to take all such other and further action to execute all such other and further documents to carry out the purpose and effect of the foregoing resolutions

  
Daniel E. Larson

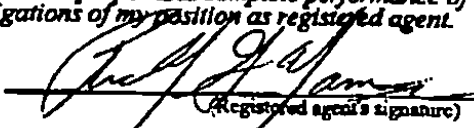
\_\_\_\_\_  
Kevin S. Miller

Board of Director's  
Global Financial Group, Inc.

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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. Global Financial Group, Inc.  
(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. Colorado  
(State or country under the law of which it is incorporated)
3. 84-1102046  
(FEI number, if applicable)
4. 11/18/88  
(Date of Incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. No business transacted in the State of Florida as yet.  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 607.153, F.S.))
7. 100 Washington Square Suite 1319  
Minneapolis, MN 55401  
(Current mailing address)
8. Broker/Dealer  
(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: (P.O. Box or Mail Drop Box **NOT** acceptable)  
Name: Richard Mann  
Office Address: 101 South Hall Lane Ste 400  
Maitland Fl 32751, Florida, 32751  
(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.

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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Kevin S. Miller

Address: 100 Washington Sq Ste 1319 Mpls MN 55401

Vice Chairman: N/A

Address: \_\_\_\_\_

Director: Daniel E Larson

Address: \_\_\_\_\_

Director: Gary Flater

Address: 8100 E. Arapahoe Rd Ste 313 Englewood CO

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Kevin S. Miller,

Address: 100 Washington Square Suite 1319

Minneapolis, MN 55401

*Vice President Compliance*  
Vice President: Cece Luikens

Address: 100 Washington Sq Ste 1319

Mpls MN 55401

Secretary: Shane Roth

Address: 100 Washington Sq Ste 1319

Mpls MN 55401

Treasurer: Daniel E Larson

Address: 100 Washington Sq Ste 1319 Mpls MN 55401

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. [Signature]  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Kevin S. Miller President  
(Typed or printed name and capacity of person signing application)



# STATE OF COLORADO

DEPARTMENT OF  
STATE

## CERTIFICATE

I, VICTORIA BUCKLEY, Secretary of State of the State of Colorado hereby certify that

According to the records of this office

GLOBAL FINANCIAL GROUP, INC.  
(COLORADO CORPORATION)

file # 881100810 was filed in this office on NOVEMBER 21, 1988, and has complied with the applicable provisions of the laws of the State of Colorado and on this date is in good standing and authorized and competent to transact business or to conduct its affairs within this state.

Dated: MARCH 14, 1996

*Victoria Buckley*

SECRETARY OF STATE

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