

F96000004535

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: HOPPER SOLIDAY & CO., 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", 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:

300001938363
-09/04/96--01106--002
*****78.75 *****78.75

Joseph P. Smith SR EVP
(Name of Person)

HOPPER SOLIDAY & CO., INC.
(Firm/Company)

PO BOX 4548
1703 OREGON PIKE
(Address)

LANCASTER, PA. 17604-4548.
(City/State/Zip)

96 SEP -4 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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

Joseph P. Smith at (717) 560-3445
(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

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. HOPPER SOLIDAY & CO., 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. DELAWARE 3. 23-2474301
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. JULY 31, 1987 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. ESTIMATED: SEPTEMBER 15, 1996
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. P.O. BOX 4548 1703 OREGON PIKE
LANCASTER, PA. 17604-4548
(Current mailing address)

8. TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH CORPORATIONS MAY BE ORGANIZED UNDER THE GENERAL CORPORATION LAW OF DELAWARE.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. DELAWARE, TO ENGAGE IN THE GENERAL BUSINESS OF SECURITIES BROKER/DEALER.
Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: WILLIAM T. BURKE
5200 TOWN CENTER CIRCLE
Office Address: SUITE 350

BOCA RATON, Florida, 33486
(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.

William T. Burke
(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 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: ROBERT L. FRYER, JR

Address: 30 Eshelman Road

LANCASTER, PA. 17601

Vice Chairman: DANIEL B BURTON

Address: 38 OAK HILL DRIVE

LITITZ, PA. 17543

Director: DONALD D BREDDAN

Address: 85 Eshelman Road

LANCASTER, PA. 17601

Director: JAMES SHAND

Address: 1131 Country Club Drive

LANCASTER, PA. 17601

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

President: ROBERT L. FRYER, JR.

Address: 30 Eshelman Road

LANCASTER, PA. 17601

Vice President: DANIEL B BURTON

Address: 38 OAK HILL DRIVE

LITITZ, PA. 17543

Secretary: LAWRENCE R KINTNER

Address: 1935 CARLTON PLACE

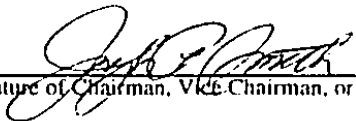
LANCASTER PA. 17601

Treasurer: JOSEPH P SMITH

Address: 33 CHATHAM DRIVE

VOORHEES NJ 08043

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

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

14. JOSEPH P SMITH SREVP.
(Typed or printed name and capacity of person signing application)

56 SEP -4 PM 3:02
FILED
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HOPPER SOLIDAY & 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 NINETEENTH DAY OF AUGUST, A.D. 1996.

FILED
96 SEP -4 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION

DATE

2133698 8300

960236814

8071911

08-19-96