


APPROVED
AND
FILED

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

02 FEB -6 PM 2:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CORPORATION
REINSTATEMENT**

 **FLORIDA DEPARTMENT OF STATE**
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # R9800000-1775

1. Corporation Name
QUICK-REILLY / FLEET SECURITIES

2. Principal Office Address		3. Mailing Office Address	
Suite, Apt. #, etc. <u>230 South County Rd</u>		Suite, Apt. #, etc. <u>Attn: Joe Smith</u>	
City & State <u>Palm Beach / FL</u>		City & State <u>New York, New York</u>	
Zip <u>33480</u>	Country	Zip <u>10004</u>	Country

REINSTATEMENT 2001-2002

4. Date Incorporated or Qualified To Do Business in Florida 2-1-98

5. FEI Number 10000491680 Applied For ☐ Not Applicable ☐

6. CERTIFICATE OF STATUS DESIRED ☒ **\$8.75 Additional Fee required for a Certificate of Status**

7. Name and Address of Current Registered Agent

Name CT Corporation System 10000491680 --- 5

Street Address (P.O. Box Number is Not Acceptable) 1200 South Pine Island Rd. -02/13/02--01089-025 ***1817.50 ***308.75

Suite, Apt. #, Etc.

City Plantation State FL Zip Code 33324

8. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of section 607.0505 or 617.0503, F.S.

Signature of Registered Agent Jeanne Leigh Morgan Date 2/4/02

REGISTERED AGENT MUST SIGN

9. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

Titles	Name of Officers and/or Directors	Street Address of Each Officer and/or Director	City / State / Zip
CEO	Brian Magnihan	Fleet Boston Fin. Corp.	100 Federal St. Boston MA 02110
SVAT	Leslie C. Quick III	26 Broadway	NY NY 10004
EV	Christopher C. Quick	26 Broadway	NY, NY. 10004
EV	Donald E. Froude	26 Broadway	NY. NY. 10004
SVF	Charles Siegel	26 Broadway	NY, NY. 10004
SVTC	Gerard Mattia	26 Broadway	NY, NY. 10004

10. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application, the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., that all fees owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(i), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE: Charles Siegel - Secretary 2/4/02

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E081 (9/01)

CONSENT OF SOLE SHAREHOLDER
OF
QUICK & REILLY/FLEET SECURITIES, INC.

The undersigned, being the sole shareholder of Quick & Reilly/Fleet Securities, Inc., a Delaware corporation (the "Corporation"), does hereby consent, pursuant to Section 228(a) of the Delaware General Corporation Law, to the adoption of the following resolutions for and on behalf of the Corporation:

RESOLVED: that the following persons be, and they hereby are, elected to the Board of Directors of the Corporation to serve until the next annual meeting of the Corporation or until their respective successors are duly elected and qualified:

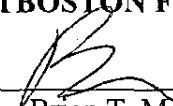
Brian T. Moynihan, Chairman
Eugene M. McQuade
Pascal J. Mercurio
Christopher C. Quick
Leslie C. Quick III

RESOLVED: that all acts or actions taken by the Directors since the last annual meeting of the sole shareholder of the Corporation be, and they hereby are, ratified and affirmed.

IN WITNESS WHEREOF, the undersigned has executed this consent as of the 1st of May, 2001.

FLEETBOSTON FINANCIAL CORPORATION

BY _____


Brian T. Moynihan
Executive Vice President

QUICK & REILLY/ FLEET SECURITIES, INC.

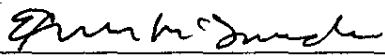
Unanimous Written Consent of Directors

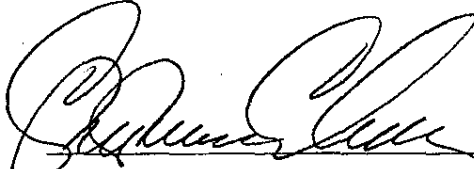
The undersigned, being all of the Directors of Quick & Reilly/Fleet Securities, Inc., a Delaware corporation (the "Corporation"), hereby consent, pursuant to the provisions of Section 108(c) of the General Corporation Law of Delaware, to the adoption of the following resolution for and on behalf of the Corporation:

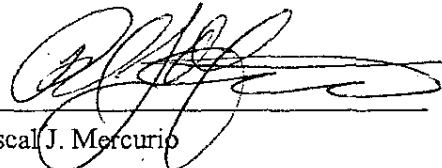
RESOLVED that the following persons be, and they hereby are, elected to the offices set forth opposite their names to serve until the next annual meeting of the Corporation and until their respective successors are duly elected and qualified:

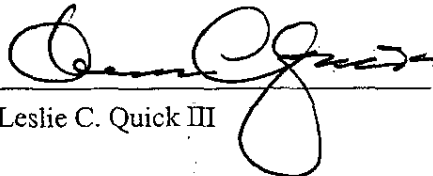
Chairman and Chief Executive Officer	Brian T. Moynihan
Executive Vice President and Assistant Treasurer	Leslie C. Quick III
Executive Vice President	Christopher C. Quick
Executive Vice President	Donald E. Froude
Senior Vice President, Secretary and General Counsel	Charles Siegel
Senior Vice President, Treasurer and Chief Financial Officer	Gerard Mattia
Vice President	Pascal J. Mercurio
Vice President and Assistant Secretary	Beth Dorfman

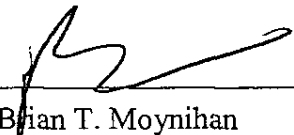
IN WITNESS WHEREOF, we have hereunto set our hands as of this 3rd day of December, 2001.


Eugene M. McQuade


Christopher C. Quick


Pascal J. Mercurio


Leslie C. Quick III


Brian T. Moynihan

Holland & Knight LLP
Requester's Name

315 So. Calhoun Street
Address

425-5675
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Quick & Reilly Inc
(Corporation Name) (Document #)
2. Quick & Reilly / Fleet Securities
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☒ Reinstatement
- ☐ Trademark
- ☐ Other

RECEIVED
02 FEB - 6 AM 9:11
JUDICIAL CLERK
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Examiner's Initials