M99000001463

Document Number Only

CT Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (850)222-1092

City State Zip Phone

200002988962--1
-09/16/99--01040--016
****285.00 ****285.00

CORPORATION(S) NAME

Janney Montgomery Scott LLC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 16 PM 4:41

( ) Profit
( ) NonProfit

( ) Amendment

( ) Merger

(X) Foreign
(X) LLC

( ) Dissolution/Withdrawal

( ) Mark

( ) Limited Partnership
( ) Reinstatement

( ) Annual Report
( ) Reservation

( ) Other UCC Filing
( ) Change of R.A.
( ) Fic. Name

( ) Certified Copy

( ) Photo Copies

( ) CUS

( ) Call When Ready
(X) Walk In
( ) Mail Out

( ) Call if Problem
( ) Will Wait

( ) After 4:30
(X) Pick Up

RECEIVED
99 SEP 16 PM 12:2
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Name Availability	MJH
Document Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

9/16

Please Return Extra Copies
File Stamped To:

Jeffrey Butterfield

File second

CR2E031 (1-89)

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. JANNEY MONTGOMERY SCOTT LLC
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)

2. DELAWARE
(Jurisdiction under the law of which foreign limited liability company is organized)

3. 23-0731260
(FEI number, if applicable)

4. AUGUST 27, 1999
(Date of Organization)

5. PERPETUAL
(Duration: Year limited liability company will cease to exist or "perpetual")

6. AUGUST 27, 1999
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)

7. 1801 MARKET STREET
PHILADELPHIA, PENNSYLVANIA 19103
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR]who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
SEE ATTACHED SCHEDULE A			

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 16 PM 4:41

9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

August 1999

OFFICERS **NAME AND TITLE**	**RESIDENCE ADDRESS**	**BUSINESS ADDRESS**	**SOCIAL SECURITY #**
Rudolph Charles Sanders Chairman of the Board & Chairman of the Executive Committee (Board of Managers & Executive Committee)	505 Oriole Lane Villanova, PA 19085	1801 Market Street Philadelphia, PA 19103	201-22-8687
Charles Beckwith Cook, Jr. Vice Chairman, Board of Managers (Board of Managers)	RFD #1 - Box 187 Center Harbor, NH 03226	26 Broadway New York, NY 10004	042-24-4729
Norman Taylor Wilde, Jr. President & Manager (Board of Managers & Executive Committee)	306 Wood Spring Road Gwynedd Valley, PA 19437	1801 Market Street Philadelphia, PA 19103	154-022-0012
Ronald Michael Berardino Executive Vice President & Manager (Board of Managers)	27 Homestead Avenue Garden City Long Island, NY 11530	26 Broadway New York, NY 10004	100-30-4385
David John Cunningham Senior Vice President & Secretary & Manager	519 Andover Road Wilmington, DE 19803	1801 Market Street Philadelphia, PA 19103	195-36-9076
John Joseph Gray Executive Vice President & Manager (Board of Managers & Executive Committee)	612 Creek Lane Flourtown, PA 19031	1801 Market Street Philadelphia, PA 19103	167-30-3525
James William Wolitarsky Senior Vice President & Treasurer & Manager (Board of Managers & Executive Committee)	438 Inveraray Villanova, PA 19085	1801 Market Street Philadelphia, PA 19103	100-34-8318

1-NY/1018249.1

OFFICERS NAME AND TITLE	RESIDENCE ADDRESS	BUSINESS ADDRESS	SOCIAL SECURITY #
William Rea Brandreth, Sr. Senior Vice President & Manager (Board of Managers)	1098 Greentree Road Blue Bell, PA 19422	1801 Market Street Philadelphia, PA 19103	182-26-1810
George Thomas Croonquist Senior Vice President & Manager (Board of Managers)	569 Summit Avenue Hackensack, NJ 07601	505 Main Street Hackensack, NJ	141-24-9321
Ashton Goodliff Eldredge, Jr. Senior Vice President & Manager (Board of Managers & Executive Committee)	4 Welwyn Road Wayne, PA 19087	1801 Market Street Philadelphia, PA 19103	052-32-2335
Michael C. Foley Senior Vice President & Manager (Board of Managers)	6 Wingate Court Flourtown, PA 19031	1801 Market Street Philadelphia, PA 19103	209-32-9246
James Maurice Meyer Senior Vice President & Manager (Board of Managers)	1414 Cloverly Lane Rydal, PA 19046	1801 Market Street Philadelphia, PA 19103	081-38-4818
Richard Allen Purkiss Senior Vice President & Manager (Board of Managers & Executive Committee)	143 Beaumont Road Devon, PA 19333	1801 Market Street Philadelphia, PA 19103	099-32-6830
Alan Miller Schankel Senior Vice President & Manager (Board of Managers & Executive Committee)	7615 Cherokee Street Philadelphia, PA 19118	1801 Market Street Philadelphia, PA 19103	194-38-2691

OFFICERS **NAME AND TITLE**	**RESIDENCE ADDRESS**	**BUSINESS ADDRESS**	**SOCIAL SECURITY #**
Charles J. Sullivan Senior Vice President & Manager (Board of Managers)	606 Overlook Drive Riverton, NJ 08077	1801 Market Street Philadelphia, PA 19103	047-32-5716
Nancy Brodie Manager (Board of Managers)	1536 Naudain Street Philadelphia, PA 19146	Independence Square Philadelphia, PA 19172	283-52-5575
Robert E. Chappell Manager (Board of Managers & Executive Committee)	198 Blacksmith Road Oley, PA 19547	Independence Square Philadelphia, PA 19172	200-34-3660

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "JANNEY MONTGOMERY SCOTT LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTH DAY OF SEPTEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

Edward J. Freel, Secretary of State

0260204 8300

AUTHENTICATION: 9960079

991374999

DATE: 09-08-99

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Janney Montgomery Scott LLC

2. The name and address of the registered agent and office is:

C T Corporation System
(Name)

c/o C T Corporation System, 1200 South Pine Island Road
(P.O. Box not acceptable)

Plantation, Florida 33324
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Connie Bryan
(Signature)

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

9/14/99
(Date)

FILING FEE: $ 35 for Designation of Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

The undersigned member or authorized representative of a member of JANNEY MONTGOMERY SCOTT LLC certifies:

1) the above named limited liability company has at least one member;

2) the total amount of cash contributed by the member(s) is $ 0 ;

3) if any, the agreed value of property other than cash contributed by member(s) is $ 0 ;
(A description of the property is attached and made a part hereto.)
and

4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is $ 0 .
(This total includes amounts from 2 and 3 above.)

James W. Wolitarsky

Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

JAMES W. WOLITARSKY

Typed or printed name of signee

Filing Fee: $250.00 for Application and Affidavit