

Leonard M. M...
 Registrar's Name
 2331 Re...
 Address
 Tallahassee, Florida 32305-5848
 City/State/Zip Phone #

N9800001810

Office Use Only

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

1. The Registered Investment Advisers Association
 (Corporation Name) (Document #)
2. _____ of Florida, Inc
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

- Walk in Pick up time _____
 Mail out Will wait Photocopy
 Certified Copy
 Certificate of Status

FILED
 88 MAR 30 AM 11:24 RECEIVED
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 DIVISION OF CORPORATION
 88 MAR 27 PM 4:20

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

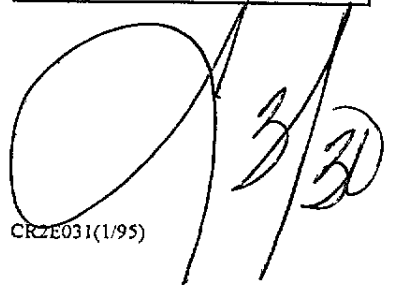
AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

400002471664-5
 -03/30/98-01009-004
 *****78.75 *****78.75

MAIL - Out
 if any problems please
 call 383-4848


 CRZE031(1/95)

Examiner's Initials	
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NOT-FOR-PROFIT ARTICLES OF INCORPORATION
of
The Registered Investment Advisers Association of Florida, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
98 MAR 30 AM 11:24
FILED

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Corporation Act, Hereby adopt(s) the following Articles of Incorporation.

ARTICLE I. The name of the Corporation shall be:

The Registered Investment Advisers Association of Florida, Inc.

ARTICLE II. The principal place of business and mailing address of this Corporation shall be:

2834 Remington Green Circle, Suite 201-A
Tallahassee, Florida 32308

ARTICLE III. The specific purpose or purposes for which the corporation is organized shall be:

To unite leading professionals from the investment advisory industry and other allied disciplines who are dedicated to assisting clients achieve their financial objective. We enhance the growth and success of our members through advocacy, information exchange, and standards of ethical service to the public.

ARTICLE IV. The manner in which the Directors are elected or appointed shall be:

The initial Directors shall be appointed by the Executive Director. Thereafter, Directors shall be elected in accordance to the bylaws of the Corporation.

ARTICLE V. The name and street address of the Corporation's initial registered agent is:

Lance D. MacKenzie
2834 Remington Green Circle, Suite 201-A
Tallahassee, Florida 32308

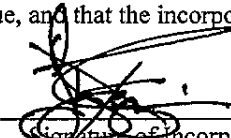
ARTICLE VI. The name and street address of the incorporator of this Corporation is:

Lance D. MacKenzie
2834 Remington Green Circle, Suite 201-A
Tallahassee, Florida 32308

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below. The undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.

3-27-98

Date



Signature of Incorporator

Lance D. MacKenzie

Name of Incorporator

**CERTIFICATE OF DESIGNATION
OF
REGISTERED OFFICE AND REGISTERED AGENT**

Pursuant to Section 607.0501 of The Florida Business Corporation Act, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

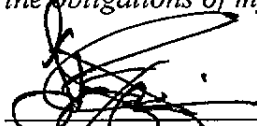
1. The name of the corporation is:

The Registered Investment Advisers Association of Florida, Inc.

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

Lance D. MacKenzie
2834 Remington Green Circle, Suite 201-A
Tallahassee, Florida 32308

Having been named as the registered agent and to accept service of process for the above stated corporation 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.



Signature of registered agent.

3-27-98

Date of signature

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 MAR 30 AM 11:24

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