

*Gary S. Ratcliffe*  
Certified Public Accountant  
520 Corey Avenue, St. Petersburg Beach, Florida 33706  
813/360-4526

August 25, 1998

P98000075750

Florida dept of State  
Division of Corporations  
P O Box 6327  
Tallahassee, FL 32314

Re: ARTICLES OF INCORPORATION  
SATTERFIELD FUTURES, INC.

FEI 59-3528575

200002626652--6  
-08/27/98-01054-003  
\*\*\*\*122.50 \*\*\*\*122.50

Gentlemen:

Enclosed are the Articles for the above captioned corporation along with a check in the amount of \$122.50. The EIN/FEI for the corporation is shown above.

Please notify me if there is any further information needed.  
Thank you for your assistance in this matter.

Sincerely yours

*Gary S. Ratcliffe*  
Gary S. Ratcliffe, CPA/EA

FILED  
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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

CB  
8-31-98  
6

ARTICLES OF INCORPORATION  
OF  
SATTERFIELD FUTURES, INC.

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is SATTERFIELD FUTURES, INC.

ARTICLE II

DURATION

This corporation shall have perpetual existance, commencing on the date of filing these Articles of Incorporation with the Florida Department of State.

ARTICLE III

PURPOSE

This corporation is organized to transact any and all lawful business and to transact any and all lawful business as a stock, bond and other securities brokerage firm.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 1,000 (one thousand) shares of One (\$1.00) dollar par value common stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial registered Agent of this corporation is 253 Mar Street on St.Pete Beach, Florida zip code 33706 in Pinellas County and the name of the Initial registered Agent is CHRIS W. SATTERFIELD, who by signing this document hereby states that he is familiar with and accepts the duties and responsibilities as the Initial Registered Agent for this corporation.

ARTICLE VI

PRINCIPAL OFFICE

The principal office of this corporation will initially be located at 253 Mar Street on St. Pete Beach, Florida zip code 33706 in Pinellas County and the initial mailing address of this corporation will be 253 Mar Street on St. Pete Beach, Florida zip code 33706 in Pinellas County.

ARTICLE VII

THE INCORPORATOR

The name and the address of the person signing these Articles of Incorporation is:

CHRIS W. SATTERFIELD  
253 Mar Street  
St. Pete Beach, Florida 33706.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

This corporation shall have one Director initially. The number of Directors may either be increased or diminished from time to time by the Bylaws, but shall never be less than one (1) Director. The name and address of the initial Director is :

CHRIS W. SATTERFIELD  
253 Mar Street  
St. Pete Beach, Florida 33706.

ARTICLE IX

BYLAWS

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Director(s).

ARTICLE X

AMENDMENTS

The shareholders reserve the right to amend or repeal any of the provisions contained in these Articles of Incorporation, or any of the amendments to them, according to Florida law.

IN WITNESS WHEREOF, the undersigned subscriber/incorporator/  
Initial registered Agent has executed these Articles of Incorporation on

this the 25th day of August in the year 1998.

A handwritten signature in cursive script, reading "Chris W. Saterfield". The signature is written in dark ink and is positioned above a horizontal line.

Chris W. Saterfield  
Subscriber/Incorporator and Initial  
Registered Agent

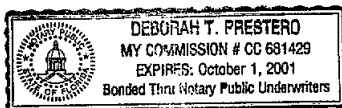
SATTERFIELD FUTURES, INC.

STATE OF FLORIDA

COUNTY OF PINELLAS

I HEREBY CERTIFY, that on this day, before me, a Notary Public,  
duly authorized in the state of Florida and Pinellas County, to take  
acknowledgements, there personally appeared CHRIS W. SATTERFIELD, to  
me well known to be the person described in and who executed the  
foregoing Articles of Incorporation, and that he acknowledged before  
me that he subscribed to these Articles of Incorporation.

WITNESS MY HAND and official seal in the county and state above  
names on this the 25th day of August, 1998.



*Deborah T. Prestero*  
NOTARY PUBLIC

My commission expires : October 1, 2001

CERTIFICATE AND ACKNOWLEDGEMENT OF THE INITIAL  
REGISTERED AGENT

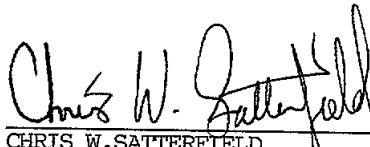
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CERTIFICATE of the Initial registered Agent of SATTERFIELD FUTURES,  
INC. , pursuant to Florida Statutes Sections 48.091 and 607.0501, the  
following is submitted;

The above corporation ,desiring to organize under the laws of the  
State of Florida with its registered office as indicated in the  
Articles of Incorporation at 253 Mar Street on St.Pete Beach,Florida  
zip code 33706 has named CHRIS W.SATTERFIELD located at the aforesaid  
address ,as its Initial Registered Agent to accept service of process  
within this state.

ACKNOWLEDGEMENT

Having been named as Initial Registered Agent to accept service of  
process for the above named corporation at the place designed in this  
certificate, and being familiar with the obligations of that position  
I hereby accept to act in this capacity, and agree to comply with the  
provisions of Florida law in keeping open said office.

  
CHRIS W.SATTERFIELD  
Initial Registered Agent