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To:

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Account Name : CORPORATION SERVICE COMPANY
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DIVISION OF CORPORATIONS

FOREIGN PROFIT/NONPROFIT CORPORATION

THE VANGUARD GROUP, INC.

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TALLAHASSEE, FLORIDA

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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. The Vanguard Group, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

Vanguard Administrators, Inc.

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Pennsylvania

(State or country under the law of which it is incorporated)

3. 23-19459030

(PEI number, if applicable)

4. 09/24/1974

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6.

(Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 100 Vanguard Blvd., Malvern, PA 19355

(Principal office address)

100 Vanguard Blvd., Mailport V26, Malvern, PA 19355

(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized.

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

Florida 32301

(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.

Corporation Service Company

By: [Signature] (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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See Exhibit A

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Exhibit A

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 

(Signature of Director or Officer listed in number 12 of the application)

14. Michael L. Kimmel, Assistant Secretary

(Typed or printed name and capacity of person signing application)

Exhibit A

THE VANGUARD GROUP, INC.

DIRECTORS

John J. Brennan, Chairman	100 Vanguard Blvd., Malvern, Pennsylvania 19355
Charles D. Ellis	One Century Tower, 265 Church St., 16 th Floor, New Haven, CT 06510
Emerson U. Fullwood	1350 Jefferson Rd. Rochester, NY 14623
Rajiv L. Gupta	100 Independence Mall West, Philadelphia, PA 19106-2399
Amy Gutmann	100 College Hall, Philadelphia, PA 19104
JoAnn Heffernan Hesien	One Johnson & Johnson Plaza, New Brunswick, NJ 08933
F. William McNabb, III	100 Vanguard Blvd., Malvern, Pennsylvania 19355
Andre Perold	10 Soldiers Field Road, Baker Library 365, Boston, MA 02163
Alfred M. Rankin, Jr.	5875 Landerbrook Dr., Mayfield Heights, OH 44124
J. Lawrence Wilson	175 Strafford Ave., Suite One, Wayne, PA 19087

OFFICERS

President & Chief Executive Officer	F. William McNabb, III	100 Vanguard Blvd., Malvern, Pennsylvania 19355
Chief Information Officer	Paul A. Heller	100 Vanguard Blvd., Malvern, Pennsylvania 19355
Chief Financial Officer	Ralph K. Packard	100 Vanguard Blvd., Malvern, Pennsylvania 19355
General Counsel & Secretary	Heidi Stam	100 Vanguard Blvd., Malvern, Pennsylvania 19355
Chief Investment Officer	George U. Sauter	100 Vanguard Blvd., Malvern, Pennsylvania 19355
Assistant Secretary	Michael L. Kimmel	100 Vanguard Blvd., Malvern, Pennsylvania 19355

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**CERTIFICATION
THE VANGUARD GROUP, INC.**

I, Michael L. Kimmel, hereby certify that:

1. I am the Assistant Secretary of the above-named entity, a business corporation existing under the laws of the Commonwealth of Pennsylvania (the "Company"), and, as such, I am duly authorized to execute this Certification on behalf of the Company.
2. That set forth below is a true and correct copy of a resolution duly adopted at a meeting of the Board of Directors held on September 22 and 23, 2008, and that such resolution has not been amended or rescinded and is now in full force and effect:

RESOLVED, that The Vanguard Group, Inc. hereby adopts the name "Vanguard Administrators, Inc." for use in the State of Florida and in all jurisdictions as necessary or appropriate for Vanguard to remain qualified as a Third Party Administrator.

IN WITNESS WHEREOF, I have hereunto set my hand on this 24th day of September 2008.



Michael L. Kimmel, Assistant Secretary

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

SEPTEMBER 17, 2008

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

THE VANGUARD GROUP, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania and remains a subsisting corporation so far as the records of this office show, as of the date herein.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Pedro A. Cortes
Secretary of the Commonwealth