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Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To:

Division of Corporations
Fax Number : (850)617-6381

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From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850)222-1092
Fax Number : (850)878-5368

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

FOREIGN PROFIT/NONPROFIT CORPORATION
Lockwood Advisors, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Lockwood Advisors, Inc.
Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Cristina M. Rice
Name of Person
Lockwood Advisors, Inc.
Firm/Company
BNY Mellon Center, 500 Grant Street, Suite 4826
Address
Pittsburgh, PA 15258
City/State and Zip code
cristina.rice@bnymellon.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Cristina M. Rice at (412) 234-4837
Name of Person Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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

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

2. Delaware 3. 23-2842975
 (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 04/09/1996 5. Perpetual
 (Date of incorporation) (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. 760 Moore Road, Suite 150, King of Prussia, PA 19406
 (Principal office address)

760 Moore Road, Suite 150, King of Prussia, PA 19406
 (Current mailing address)

8. Investment Advisor
 (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: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
 (City) (Zip code)

DEPARTMENT OF STATE
 TALLAHASSEE, FLORIDA

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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.
 CT Corporation System

By: Connie Bryan
 (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.

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

A. DIRECTORS

Chairman: Brian Shea

Address: 95 Christopher Columbus Drive, 1 Pershing Plaza, Jersey City, NJ 07302

Vice Chairman: _____

Address: _____

Director: Richard Brueckner

Address: 95 Christopher Columbus Drive, 1 Pershing Plaza, Jersey City, NJ 07302

Director: James Seuffert

Address: 760 Moore Road, Suite 150, King of Prussia, PA 19406

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TREASURY DEPARTMENT
FLORIDA

B. OFFICERS

President: James Seuffert

Address: 760 Moore Road, Suite 150, King of Prussia, PA 19406

Vice President: Kristine Schwork

Address: 760 Moore Road, Suite 150, King of Prussia, PA 19406

Secretary: Patricia Bicket

Address: One Wall Street, 9th Floor, New York, NY 10005

Treasurer: Chad Cutcliff

Address: 760 Moore Road, Suite 150, King of Prussia, PA 19406

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. *See Attached for full list*

13. *James Seuffert*
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. James Seuffert, President
(Typed or printed name and capacity of person signing application)

Richard Frederick Brueckner 95 Christopher Columbus Drive, 1 Pershing Plaza, Jersey City, NJ 07302
James Seuffert 760 Moore Road, Suite 150, King of Prussia, PA 19406
Brian Thomas Shea 95 Christopher Columbus Drive, 1 Pershing Plaza, Jersey City, NJ 07302

Chairman Brian Thomas Shea 95 Christopher Columbus Drive, 1 Pershing Plaza, Jersey City, NJ 07302
President James Seuffert 760 Moore Road, Suite 150, King of Prussia, PA 19406
Director Joel Hempel 760 Moore Road, Suite 150, King of Prussia, PA 19406
Director Michelle Logue 760 Moore Road, Suite 150, King of Prussia, PA 19406
Director James Seuffert 760 Moore Road, Suite 150, King of Prussia, PA 19406
Vice President Chad Cutcliff 760 Moore Road, Suite 150, King of Prussia, PA 19406
Vice President Sandra Fortier Robinson 95 Christopher Columbus Drive, 1 Pershing Plaza, Jersey City, NJ 07302
Vice President Reza Sarnasti One Wall Street, 32nd Floor, New York, NY 10005
Vice President Kristine Schwork 760 Moore Road, Suite 150, King of Prussia, PA 19406
Vice President Scott Shellhammer 760 Moore Road, Suite 150, King of Prussia, PA 19406
Assistant Vice President Kevin Cresko 760 Moore Road, Suite 150, King of Prussia, PA 19406
Assistant Vice President Anthony Destro 760 Moore Road, Suite 150, King of Prussia, PA 19406
Assistant Vice President Shannon Ferguson 760 Moore Road, Suite 150, King of Prussia, PA 19406
Assistant Vice President Douglas M. Ford 760 Moore Road, Suite 150, King of Prussia, PA 19406
Assistant Vice President David Little 760 Moore Road, Suite 150, King of Prussia, PA 19406
Assistant Vice President Kevin McWilliams 760 Moore Road, Suite 150, King of Prussia, PA 19406
Assistant Vice President Brendan O'Neill 760 Moore Road, Suite 150, King of Prussia, PA 19406
Assistant Vice President James Podder 760 Moore Road, Suite 150, King of Prussia, PA 19406
Assistant Vice President Margaret Rydesky 760 Moore Road, Suite 150, King of Prussia, PA 19406
Secretary Patricia A. Bicket One Wall Street, 9th Floor, New York, NY 10005
Assistant Secretary Barbara J. Parrish One BNY Mellon Center, 500 Grant Street, Suite 4826, Pittsburgh, PA 15258
Assistant Secretary Mary Lou Olinski One BNY Mellon Center, 500 Grant Street, Suite 4826, Pittsburgh, PA 15258
Assistant Secretary Cristina M. Rice One BNY Mellon Center, 500 Grant Street, Suite 4826, Pittsburgh, PA 15258
Treasurer Cutcliff, Chad 760 Moore Road, Suite 150, King of Prussia, PA 19406
Assistant Treasurer - Tax Gary E. Abbs One BNY Mellon Center, 500 Grant Street, Suite 3210, Pittsburgh, PA 15258
Assistant Treasurer - Tax Joanne S. Huber One BNY Mellon Center, 500 Grant Street, Suite 3210, Pittsburgh, PA 15258
Assistant Treasurer - Tax Claudine Orloski One BNY Mellon Center, 500 Grant Street, Suite 3210, Pittsburgh, PA 15258

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OFFICE OF THE STATE
TALLAHASSEE, FLORIDA

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LOCKWOOD ADVISORS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST DAY OF SEPTEMBER, A.D. 2011.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

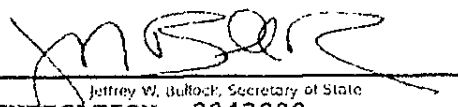
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You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9043990

DATE: 09-21-11