

F18000005800

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

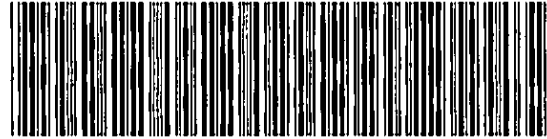
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

BL VORISEK
DEC 18 2018

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: U.S. Bancorp Asset Management, 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:

Jaclyn Johnson

Name of Person
U.S. Bancorp Asset Management, Inc.

Firm/Company
800 Nicollet Mall, BC-MN-H04N

Address
Minneapolis, MN 55402

City/State and Zip code
jaclyn.johnson@usbank.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jaclyn Johnson 612 303-3734

Name of Person at () Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration 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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 29, 2018

JACLYN JOHNSON
U.S. BANCORP ASSET MANAGEMENT, INC.
800 NICOLLET MALL, BC-MN-H04N
MINNEAPOLIS, MN 55402

SUBJECT: U.S. BANCORP ASSET MANAGEMENT, INC.
Ref. Number: W18000103172

We have received your document for U.S. BANCORP ASSET MANAGEMENT, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Written approval and clearance of the words BANK, BANC, BANCO, BANQUE, BANKER, BANKING, TRUST COMPANY, SAVINGS AND LOAN ASSOCIATION, SAVINGS BANK or CREDIT UNION, or words of similar import in any context or any manner must be obtained from the Office of Financial Regulation, pursuant to section 655.922(2a), Florida Statutes.

If the proposed name is approved by the Office of Financial Institutions, resubmit the document and the approval letter to the Division of Corporations for filing. The Office of Financial Institutions' phone number is 850-410-9800.

If you have any questions concerning the filing of your document, please call (805) 245-6000.

Brenda L Vorisek
Director

Letter Number: 918A00024326



Asset Management, Inc.

Legal Department
800 Nicollet Mall, BC-MN-1104N
Minneapolis, MN 55402

Jaclyn S. Johnson
Paralegal
Direct Line: (612) 303-3734
Fax: (612) 303-4767
Email: Jaclyn.Johnson@usbank.com

December 12, 2018

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

RE: U.S. Bancorp Asset Management, Inc. (Ref Number: W18000103172)

Dear Sir or Madam:

Your office has requested a corporate name approval for the above-referenced corporation. Please see the enclosed approval from the Florida Office of Financial Regulation.

Please do not hesitate to contact me should you require additional information.

Sincerely,

A handwritten signature in black ink that reads 'Jaclyn Johnson'. The signature is written in a cursive, flowing style.

Jaclyn Johnson



FLORIDA OFFICE OF FINANCIAL REGULATION

www.FLOFR.com

PAMELA P. EPTING
INTERIM COMMISSIONER

November 30, 2018

Ms. Jaclyn Johnson
800 Nicollet Mall, BC-MN-H04N
Minneapolis, MN 55402

Re: U.S. Bancorp Asset Management, Inc.

Dear Ms. Johnson:

Thank you for your recent correspondence requesting approval for use of the above-referenced name.

It is the opinion of this Office that the corporate name (U.S. Bancorp Asset Management, Inc.) is definitive enough to differentiate the business being conducted from that of a commercial bank, trust company or credit union. Therefore, the Office does not object to your use of the above-referenced name being registered to conduct business in the state of Florida. However, this does not give one the authority to act in any licensed capacity until all licensing requirements have been met within this state.

Sincerely,

A handwritten signature in black ink, appearing to read "JWS", is written over a horizontal line.

Jeremy W. Smith
Director
Division of Financial Institutions

JWS/trd

cc: Lyn Shoffstall, Chief, Bureau of Commercial Recordings, Division of Corporations,
Department of State

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. U.S. Bancorp Asset Management, 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. (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 3/19/2001
5. (Date of incorporation) (Date of duration, if other than 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. 800 Nicollet Mall, Minneapolis, MN 55402
(Principal office address)

(Current mailing address, if different)

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

Name: CT Corporation System

Office Address: 200 South Pine Island Road

Plantation, Florida 33324
(City) (Zip code)

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18 DEC 18 AM 3:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9. 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.

James M. Halpin
Assistant Secretary
(Registered agent's signature)

10. 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.

11. Names and business addresses of officers and/or directors: **SEE ATTACHMENT A**

A. DIRECTORS

Chairman: Eric J. Thole *PT*

Address: 800 Nicollet Mall, 4th Floor
Minneapolis, MN 55402

Vice Chairman: _____

Address: _____

✓ Director: James D. Palmer *CIO*

Address: 800 Nicollet Mall, 4th Floor
Minneapolis, MN 55402

5 Director: Richard J. Ertel

Address: 800 Nicollet Mall, 4th Floor
Minneapolis, MN 55402

B. OFFICERS

✓ President: Eric J. Thole

Address: 800 Nicollet Mall, 4th Floor
Minneapolis, MN 55402

✓ Vice President: James D. Palmer

Address: 800 Nicollet Mall, 4th Floor
Minneapolis, MN 55402

✓ Secretary: Richard J. Ertel

Address: 800 Nicollet Mall, 4th Floor, Minneapolis, MN 55402

Treasurer: Jill M. Stevenson

Address: 800 Nicollet Mall, 4th Floor, Minneapolis, MN 55402

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

12. *Jaelyn S. Johnson*
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 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.

13. Jaelyn S. Johnson, Assistant Secretary
(Typed or printed name and capacity of person signing application)

Attachment A

U.S. Bancorp Asset Management, Inc.
800 Nicollet Mall
Minneapolis, MN 55402
(Address of all directors and officers)

DIRECTORS¹

<u>Name</u>
Eric J. Thole
Richard J. Ertel
James D. Palmer

OFFICERS²

<u>Name</u>	<u>Office</u>
✓ Eric J. Thole	President
✓ James D. Palmer	Chief Investment Officer
✓ Jill M. Stevenson	Head of Operations and Mutual Funds Treasurer
✓ Kenneth L. Delecki	Head of Securities Lending
✓ Thomas J. Hansen	Head of Technology
✓ Ruth M. Mayr	Chief Compliance Officer
✓ Richard J. Ertel	Chief Counsel and Secretary
✓ Brett E. Scribner	Senior Vice President
✓ Thomas A. Wolden	Vice President
✓ Scott F. Cloutier	Assistant Secretary
✓ Jaclyn S. Johnson	Assistant Secretary
✓ Julie A. Von Arx	Assistant Secretary
✓ Michele L. Michals	Assistant Secretary
✓ Joseph L. Strubhart	Assistant Secretary
Susan D. Davidson	Assistant Secretary

¹ Each director elected shall hold office until his or her successor is elected and qualified. Any director may resign at any time upon giving written notice to the Corporation.

² All officers of the Corporation shall hold their offices until their respective successors are elected and qualified, or until their earlier resignation, retirement or removal. Officers may be, but need not be, directors. Any officer may resign at any time upon written notice to the Corporation.

Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "U.S. BANCORP ASSET MANAGEMENT, 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-FIFTH DAY OF OCTOBER, A.D. 2018.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "U.S. BANCORP ASSET MANAGEMENT, INC." WAS INCORPORATED ON THE NINETEENTH DAY OF MARCH, A.D. 2001.



3371446 8300

SR# 20187301302

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

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Authentication: 203682655

Date: 10-25-18