

**F95000005/06**

Frank Russell Investment  
Management Company

PO Box 1227  
Tacoma, WA 98402  
Tel: 206-566-7244  
Fax: 206-566-7001

Mary E. Hughes  
206-561-3528  
Dept Fax: 206-566-3284

October 17, 1995

Qualification/Tax Lien Sec.  
Division of Corporation  
State of Florida  
409 E. Gaines St.  
Tallahassee, FL 32399

300001615133  
-10/19/95--01038--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Frank Russell Investment Management Company ("FRIMCo")

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check in the amount of \$78.75 are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Mary E. Hughes  
Frank Russell Company  
909 A Street  
Tacoma, WA 980402

Please acknowledge receipt of this filing by stamping the enclosed copy of this letter and returning it in the self-addressed, stamped envelope provided.

If you have any questions or comments, please call the undersigned at (206) 591-3528.

Sincerely yours,

*Mary E. Hughes*  
Mary E. Hughes  
Senior Paralegal

cc: Sharon Johnson  
Deedra S. Walkey, Esq.

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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. Frank Russell Investment Management Company
2. Washington
3. 91-1175092
4. March 22, 1982
5. Perpetual
6. Not started transacting business
7. 909 A Street
Tacoma, WA 98402
8. The purpose for which the corporation is organized is the transaction of any and all lawful business, including, but not limited to provide investment advisory services and to effect security transactions as principal or agent.
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: CT Corporation System
Office Address: 1200 S. Pine Island Road
Plantation, Florida, 33324

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.

See Attachment A
(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 addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

**A. DIRECTORS (Street address only- P. O. Box NOT acceptable)**

Chairman: See Attachment B

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS (Street address only- P. O. Box NOT acceptable)**

President: See Attachment B for listing of all officers

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. *Deedra S. Walkey*  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Deedra S. Walkey, Assistant Secretary  
(Typed or printed name and capacity of person signing application)

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**ATTACHMENT A**

**FLORIDA**

**CONSENT TO APPOINTMENT AS REGISTERED AGENT**

**C T CORPORATION SYSTEM** having been designated to act as registered agent  
hereby agrees to act in this capacity for the following corporation:

**Frank Russell Investment Management Company**

**C T CORPORATION SYSTEM**

**Date: September 6, 1995**

  
**Jack C. Caskey, Asst. Vice President**

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**ATTACHMENT B**

**George F. Russell, Jr.**  
8012 Silverbow Road KPN  
Lakebay, WA 98349

**Director and Chairman of the Board**

**Lynn L. Anderson**  
6217 139th Place S.E.  
Bellevue, WA 98006

**Director and President**

**Karl J. Ege**  
933 21st Avenue East  
Seattle, WA 98112

**Secretary**

**James M. McDonald**  
5401 Waterfront Drive North  
Tacoma, WA 98407

**Treasurer and Chief Financial Officer**

**James T. Firm**  
3910 North 37th Street  
Tacoma, WA 98407

**Assistant Secretary**

**J. David Griswold**  
3006 38th Avenue S.W.  
Seattle, WA 98126

**Assistant Secretary**

**Mary E. Hughs**  
6303 South 298th Place  
Auburn, WA 98001

**Assistant Secretary**

**Gregory J. Lyons**  
2514 North Junett  
Tacoma, WA 98406

**Assistant Secretary**

**Deedra S. Walkey**  
2770 N.W. 83rd Street  
Seattle, WA 98117

**Assistant Secretary**

**Nancy M. Jacoby**  
1005 Brentwood  
Fircrest, WA 98466

**Assistant Secretary**

**Randall P. Lert**  
601 North C Street  
Tacoma, WA 98403

**Director**

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**STATE of WASHINGTON SECRETARY of STATE**

**CERTIFICATE OF EXISTENCE/AUTHORIZATION**

**OF**

**FRANK RUSSELL INVESTMENT MANAGEMENT COMPANY**

*I, RALPH MUNRO, Secretary of State of the State of Washington, hereby certify that I am the custodian of the corporation records of this state.*

*I FURTHER CERTIFY that the records on file in this office show that the above - named profit corporation was incorporated under the laws of the State of Washington and was issued a certificate of incorporation in Washington on*

*March 22, 1982.*

*I FURTHER CERTIFY that as of the date of this certificate no Articles of Dissolution or Certificate of Withdrawal have been filed, that the conditions of the Revised Code of Washington, Title 23B.01.280(2) (a) through (d) have been met, and the corporation is duly authorized to transact business in the corporate form in the State of Washington.*

Date: **October 11, 1995**  
Given under my hand and the seal of the State of Washington, at Olympia, the State Capitol.

*Ralph Munro Secretary of State*

**L. Tornow**