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EXAMINER

To: Division of Corporations
Fax Number : (850)617-6383

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850)222-1092
Fax Number : (850)878-5926

FLORIDA/FOREIGN LIMITED LIABILITY CO.

Deloitte Investment Advisors LLC

Certificate of Status	0
Certified Copy	1
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\$10,882.50

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Deloitte Investment Advisors LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. Delaware 3. 62-1648965
(Jurisdiction under the law of which foreign limited liability company is organized) (PEI number, if applicable)

4. 7/25/1996 5. Perpetual
(Date of Organization) (Duration; Year limited liability company will cease to exist or "perpetual")

6. 8/1/1998
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 P.S. to determine penalty liability)

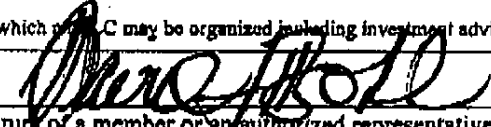
7. c/o Mike Woods, 4022 Selfs Drive
Hermitage, TN 37076
(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:
See Schedule A for list of managers

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: _____
any lawful act or activity for which a C may be organized including investment advisory services



Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(6), P.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)
David Gold, Partner of Deloitte Tax LLP, as behalf of Deloitte Investment Advisors LLC as its member

Typed or printed name of signer

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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

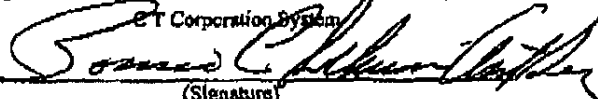
Deloitte Investment Advisors LLC

If name unavailable, the alternate name to be used in the state of Florida is:

2. The name and the Florida street address of the registered agent and office are:

CT Corporation System
(Name)
1200 South Pine Island Road
Florida Street Address (P.O. Box NOT ACCEPTABLE)
Plantation FL 33324
City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

By: 
CT Corporation System
(Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

Schedule A

Managers

<u>Name:</u>	<u>Address:</u>
1. David J. Bohl	555 East Wells Street - Suite 1400 Milwaukee, WI 53202
2. Lawrence Montague	333 Ludlow Street Stamford, CT 06902
3. Marc Harper	695 Town Center Drive - Suite 1200 Costa Mesa, CA 92628
4. Keith E. Oates	200 Berkeley Street - 13 th floor Boston, MA 02118
5. David Penzone	191 Peachtree Street - Suite 1500 Atlanta, GA 30313
6. Thomas A. Johnson	250 East Fifth Street - Suite 1900 Cincinnati, OH 45202
7. Russel V. Michaletz	120 South Sixth Street Minneapolis, MN 55402
8. Michael Huesing	111 South Wacker Drive - 24 th floor Chicago, IL 60606
9. Julia Cloud	111 South Wacker Drive - 24 th floor Chicago, IL 60606

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PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DELOITTE INVESTMENT ADVISORS LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTH DAY OF AUGUST, A.D. 2008.

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



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

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6782158

DATE: 08-08-08

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