

P22363

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

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To: Division of Corporations  
Fax Number : (850)617-6380

From: Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
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\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

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COR AMND/RESTATE/CORRECT OR O/D RESIGN  
INVESCO INSTITUTIONAL (N.A.), INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$35.00

RECORDED  
2010 JAN 12 AM 10:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2010 JAN 12 AM 9:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
FILED

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Invesco Institutional (N.A.) Inc.  
Name of Surviving Corporation

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Jessica Flores  
Contact Person

Invesco Aim  
Firm/Company

11 Greenway Plaza  
Address

Houston, TX 77046  
City/State and Zip Code

jessica.flores@invescoaim.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jessica Flores At ( 713 ) 214-1166  
Name of Contact Person Area Code & Daytime Telephone Number

Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

**STREET ADDRESS:**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**MAILING ADDRESS:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

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(Document number of corporation (if known))

2010 JUN 12 AM 9:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
FILED

1. Invesco Institutional (N.A.), Inc.  
(Name of corporation as it appears on the records of the Department of State)
2. Delaware 3. December 30, 1988  
(Incorporated under laws of) (Date authorized to do business in Florida)

**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? December 31, 2009

5. Invesco Advisers, Inc.  
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

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

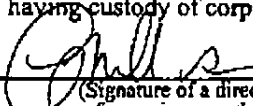
6. If the amendment changes the period of duration, indicate new period of duration.

---  
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

---  
(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Michelle Grace  
(Typed or printed name of person signing)

Vice President  
(Title of person signing)

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "INVESCO INSTITUTIONAL (N.A.), INC.", FILED A CERTIFICATE OF OWNERSHIP, CHANGING ITS NAME TO "INVESCO ADVISERS, INC.", THE TWENTY-FIRST DAY OF DECEMBER, A.D. 2009, AT 1:48 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2009, AT 6:40 O'CLOCK P.M.

2106698 8320

100022461

You may verify this certificate online  
at [corp.delaware.gov/authvoz.shtml](http://corp.delaware.gov/authvoz.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7747737

DATE: 01-08-10