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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Northern Trust Investments Inc.

00 MAY -9 AM 8:58
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Walk In

Pick Up Time

Certified Copy

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Certificate of Status

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RUSH

Certificate of Good Standing

ARTICLES ONLY

ALL CHARTER DOCS

NEW FILINGS	
<input type="checkbox"/> Profit	<input type="checkbox"/> Domestic
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Foreign
<input type="checkbox"/> Limited Liability	<input type="checkbox"/> Other
<input type="checkbox"/> Domestication	
<input type="checkbox"/> Other	

AMENDMENTS	
<input type="checkbox"/> Amendment	
<input type="checkbox"/> Resignation of R.A. Officer/Director	
<input type="checkbox"/> Change of Registered Agent	
<input type="checkbox"/> Dissolution/Withdrawal	
<input type="checkbox"/> Merger	

Certificate of FICTITIOUS NAME

FICTITIOUS NAME SEARCH

CORP SEARCH

OTHER FILINGS	
<input type="checkbox"/> Annual Report	
<input type="checkbox"/> Fictitious Name	
<input type="checkbox"/> Name Reservation	

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/> Foreign	
<input type="checkbox"/> Limited Partnership	
<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Trademark	
<input type="checkbox"/> Other	

BA
5/4

Ordered By: _____

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. Northern Trust Investments, Inc.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person partnership if not so contained in the name at present.)

2. Illinois

(State or country under the law of which it is incorporated)

3. 36-3608252

(FEI number, if applicable)

4. July 1st, 1988

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon filing

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 50 South LaSalle, Building M-09

Chicago, IL 60675

(Current mailing address)

8. To accept and execute trusts and for any or all other lawful purposes for which trust companies may be organized and in compliance with "An act to provide for and regulate the administration of trusts by trust companies" approved June 15, 1987, as now or hereafter amended.

(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 or Mail Drop Box NOT acceptable)

Name: NRAI Services, Inc.

Office Address: 526 East Park Ave.

Tallahassee

, Florida, 32301
(Zip code)

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.

Gary A. Tuttle, Asst. Sec.
(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 addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

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

SEE ATTACHMENT

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

SEE ATTACHMENT

President: _____

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. _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. **John R. Siena, Jr., Secretary**
(Typed or printed name and capacity of person signing application)

Attachment
Application by Foreign Corporation for Authorization to Transact
Business in Florida

Northern Trust Investments, Inc., an Illinois corporation

DIRECTORS

Steven B. Timbers
Carl J. Domino

50 S. LaSalle Chicago, IL 60675
580 Village Blvd Ste.#225
West Palm Beach, FL 33409

Lloyd A. Wennlund
John R. Goodwin
Sheila A. Penrose
Perry R. Pero
Rick Waddell
Stephen N. Potter
James M. Snyder

50 S. LaSalle Chicago, IL 60675
50 S. LaSalle Chicago, IL 60675
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OFFICERS

Stephen B. Timbers	CEO & President	50 S. LaSalle Chicago, IL 60675
Carl P. Beckman	VP & Treasurer	50 S. LaSalle Chicago, IL 60675
Shirley Fisher	Asst Treasurer	50 S. LaSalle Chicago, IL 60675
John R. Siena	Secretary	50 S. LaSalle Chicago, IL 60675
Alice Riedman Edwards	Asst Secretary	50 S. LaSalle Chicago, IL 60675
Victoria Antoni	Asst Secretary	50 S. LaSalle Chicago, IL 60675
John R. Goodwin	Senior VP	50 S. LaSalle Chicago, IL 60675
Carl J. Domino	Senior VP	580 Village Blvd. Ste. #225, West Palm Beach, FL 33409
Claire R. Corcoran	Signing Officer	50 S. LaSalle Chicago, IL 60675
Lorraine Gibas	Signing Officer	50 S. LaSalle Chicago, IL 60675
Bruce C. Janovsky	Signing Officer	50 S. LaSalle Chicago, IL 60675
David B. Lyon	Signing Officer	50 S. LaSalle Chicago, IL 60675

File Number 5514-084-7



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

NORTHERN TRUST INVESTMENTS, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE JULY 1, 1988, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS*****



In Testimony Whereof, I, hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this 5TH **day of** MAY **A.D.** 2000.

Jesse White

SECRETARY OF STATE