

Document Number Only

F00000002779

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
850-222-1092

DATE: 5/17

000003255830--6
-05/17/00--01038--013
*****70.00 *****70.00

Corporation(s) Name

State Street Research & Management Company

☒ Profit
☐ Nonprofit

☐ Amendment

☐ Merger

☒ Foreign
☐ LLC

☐ Dissolution
☐ Withdrawal

☐ Mark

☐ Limited Partnership
☐ Reinstatement
☐ UCC ☐ 1 or ☐ 3

☐ UBR
☐ Fictitious Name

☐ Other
☐ Ch. RA

***Special Instructions**

☐ Certified Copy

☐ Photocopies

☐ CUS

☐ arts/ameds/mergers ☐ Other-See Above

☒ Walk in

☒ Pick-up

☐ Will Wait

Please Return Filed Stamped
Copies To:

Carol Clark

Thank You

h/c 5/17

RECEIVED
00 MAY 17 PM 2:09
TALLAHASSEE, FL 32301
DIVISION OF CORPORATIONS
STATE OF FLORIDA

**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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAY 17 PM 2:55

1. State Street Research & Management Company
(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 or partnership if not so contained in the name at present.)
2. Delaware
(State or country under the law of which it is incorporated)
3. Applied For
(FEI number, if applicable)
4. November 10, 1982
(Date of incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. July 1, 2000
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. One Financial Center, 30th Floor
Boston, Massachusetts 02111
(Current mailing address)

8. Investment advisory services
(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: CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(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.

La Kreatz
(Registered agent's signature)

LAUREN H. KREATZ,

SPECIAL ASSISTANT SECRETARY

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)

Director

~~XXXXXXXX~~: Peter C. Bennett

Address: One Financial Center

Boston, MA 02111

Director

~~XXXXXXXX~~: Gerard P. Maus

Address: One Financial Center

Boston, MA 02111

Director: Thomas A. Shively

Address: One Financial Center

Boston, MA 02111

Director: James M. Weiss

Address: One Financial Center

Boston, MA 02111

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

President: see attached

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. Francis J. McNamara, III
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Francis J. McNamara, III Executive Vice President, General Counsel and Secretary
(Typed or printed name and capacity of person signing application)

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Jeffrey J. Hodgman
Christopher C. Abbott
Peter C. Bennett

Francis J. McNamara, III

James M. Weiss
Kevin Wilkins
John R. Borzilleri
Michael J. Bray
John F. Burbank
Joseph W. Canavan
Paul J. Clifford, Jr.
Ronald D'Vari
Thomas J. Dillman
Catherine Dudley
Peter J. Duggan
Bruce A. Ebel
Alex G. Federoff
Michael D. Gardner
Bartlett R. Geer
William A. Hamilton, Jr.
Lawrence J. Haverty, Jr.
Joanne Hickman
F. Gardner Jackson, Jr.
John H. Kallis
Rudolph K. Kluiber
Knut Langholm
Mark Marinella
Thomas P. Moore, Jr.
JoAnne C. Mulligan
Kim M. Peters
Dean E. Poritzky
E.K. Easton Ragsdale
Jeffrey A. Rawlins
Daniel J. Rice III
Douglas A. Romich
Michael J. Ryan
Derek Sanderson
Michael M. Schrage
William G. Shean
Richard D. Shoemaker
Daniel R. Strelow

[illegible]

-Stephen P. Kern
Stephen P. Kuhn
Eileen M. Leary
Richard C. Ledbury
Mary T. Lomasney
Amy Lubas
Gregory S. Markel
Ann E. McGrath
Elizabeth G. McKown
Andrew F. Morey
Stephen C. Orr
Steven W. Paddon
James D. Pierce
David Pyle
Clifford F. Ransom II
Michael A. Rolnick
Michael A. Sheldon
Jill S. Silverstein
Susan Simi
Amy L. Simmons
Kenneth Stambaugh
Thomas B. Stolberg
Robyn S. Tice
Julie K. Wallace
Denis J. Walsh, III
Tucker Walsh
Evan D. Watts, Jr.
Timothy M. Welch
Angela L. Winandy
Robert S. Woodbury
John T. Yannone
Kishore K. Yalamanchili
Mandy M. Yu

State of Delaware
Office of the Secretary of State

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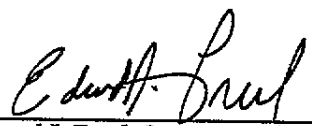
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 17 PM 2:55

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "STATE STREET RESEARCH & MANAGEMENT COMPANY" 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 FIFTEENTH DAY OF MAY, A.D. 2000.

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

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




Edward J. Freel, Secretary of State

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AUTHENTICATION:

0438114

DATE:

05-15-00