

F010000000542

CT CORPORATION SYSTEM

CORPORATION(S) NAME

JANUS Capital International Ltd. Co.

100003530451--4

-01/29/01--01049--025

*****70.00 *****70.00

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <i>Qualification</i> | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

1/29/01

Order#: 350843

Ref#: _____

Amount: \$ _____

01 JAN 29 PM 2:30
DIVISION OF STATE SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED FILED

1/29

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

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. Janus Capital International Ltd. Co.
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. Colorado
(State or country under the law of which it is incorporated)
3. 84-1279409
(FEI number, if applicable)
4. 09/14/1994
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qual
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 100 Fillmore Street, Denver, CO 80206
(Principal office address)
- same
(Current mailing address)
- See Attachment
8. _____
(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: C T Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(City) (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.

C T Corporation System

By: Hiedi M. Luech
(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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TALLAHASSEE FLORIDA

12. Names and business addresses of officers and/or directors:**A. DIRECTORS**Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: SEE ATTACHMENT

Address: _____

Vice President: _____

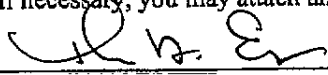

Address: _____

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. Thomas A. Early, Vice President
(Typed or printed name and capacity of person signing application)**FILED**
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TALLAHASSEE FLORIDA

Corporate Purpose

Janus Capital International Ltd.'s purpose is to engage in any lawful business as permitted under the Colorado Business Corporation Act and Florida Statutes.

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TALLAHASSEE FLORIDA

**JANUS CAPITAL INTERNATIONAL LTD.
CURRENT LIST OF
OFFICERS AND DIRECTORS**

<u>NAME</u>	<u>OFFICE</u>	<u>Business Address</u>
Mark Bradley Whiston	President Co-Chief Executive Officer Director	100 Fillmore Street Denver, CO 80206
Thomas Alan Early	Vice President and General Counsel Secretary Director	100 Fillmore Street Denver, CO 80206
Richard Dudley Garland	Vice President and Director of International Marketing Co-Chief Executive Officer	100 Fillmore Street Denver, CO 80206
Jeremy Lew	Assistant Vice President	100 Fillmore Street Denver, CO 80206
Matthew Richard Luoma	Assistant Treasurer	100 Fillmore Street Denver, CO 80206

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TALLAHASSEE FLORIDA



STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

I, DONETTA DAVIDSON, SECRETARY OF STATE OF THE STATE OF
COLORADO HEREBY CERTIFY THAT

ACCORDING TO THE RECORDS OF THIS OFFICE

JANUS CAPITAL INTERNATIONAL LTD.
(COLORADO CORPORATION)

FILE # 19941103463 WAS FILED IN THIS OFFICE ON September 14, 1994
AND HAS COMPLIED WITH THE APPLICABLE PROVISIONS OF THE
LAWS OF THE STATE OF COLORADO AND ON THIS DATE IS IN GOOD
STANDING AND AUTHORIZED AND COMPETENT TO TRANSACT BUSINESS
OR TO CONDUCT ITS AFFAIRS WITHIN THIS STATE.

Dated: December 28, 2000

Donetta Davidson

SECRETARY OF STATE

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TREASURER OF FLORIDA