

F010000001059

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Tudor Investment Corporation
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Mr. Stephen N. Waldman, Associate General Counsel and Vice President
(Name of Person)

Tudor Investment Corporation
(Firm/Company)

1275 King Street
(Address)

Greenwich, CT 06831
(City/State and Zip code)

500003531475--1
-01/10/01--01066--005
*****87.50 *****87.50

For further information concerning this matter, please call:

W01-905

Mr. Stephen N. Waldman at (203) 863-8637
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

00 FEB 22 PM 10:00
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

mtw
2/23



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 11, 2001

STEPHEN N. WALDMAN
1275 KING STREET
GREENWICH, CT 06831

SUBJECT: TUDOR INVESTMENT CORPORATION
Ref. Number: W01000000905

We have received your document for TUDOR INVESTMENT CORPORATION and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 701A00001780

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
00 FEB 22 PM 10:00

FILED

**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. Tudor Investment Corporation
(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 3. 22-2514825
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. November 13, 1980 5. _____
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(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. 1275 King Street, Greenwich, CT 06831
(Principal office address)
1275 King Street, Greenwich, CT 06831
(Current mailing address)

8. All lawful activities
(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: Corporation Service Company

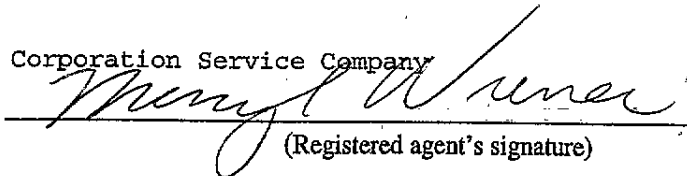
Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(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.

Corporation Service Company


(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

FILED
00 FEB 22 PM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. Andrew S. Paul, General Counsel & Managing Director

(Typed or printed name and capacity of person signing application)

Tudor Investment Corporation
 Report Officers/Directors
 Federal Identification No.: 22-2514825

<u>Officers</u>	<u>Name</u>	<u>Business Address</u>
Chairman/CEO/Director	Paul T. Jones, II	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
President/ Director	Mark F. Dalton	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Chief Operating Officer/ Managing Director/ Director	John G. Macfarlane, III	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Chief Financial Officer/ Managing Director/ Director	Mark Pickard	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Managing Director/ General Counsel/ Corporate Secretary/Director	Andrew S. Paul	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Managing Director-Equities/ Director	James J. Pallotta	Tudor Investment Corporation 40 Rowes Wharf, 2 nd Floor Boston, MA 02110
Managing Director/ Director	Robert P. Forlenza	Tudor Investment Corporation 40 Rowes Wharf, 2 nd Floor Boston, MA 02110
Director	Richard L. Fisher	Dunavant Enterprises, Inc. 3797 New Getwell Road Memphis, TN 38118
Director	Mark V. Houghton-Berry	Tudor Proprietary Trading, L.L.C. The Great Burgh Epsom, Surrey UK KT18 5XT
Managing Director/ Treasurer	John R. Torell	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Managing Director/ Chief Information Officer	David M. Siegel	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 00 FEB 22 PM 10:00
 FILED

Managing Director/ Asst. Corporate Secretary	Filomena DiSisto	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Managing Director/ Director of Emerging Markets Investment Management	Peter M. Drittel	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Managing Director	Robert H. Dugger	Tudor Investment Corporation 800 Connecticut Avenue Suite 810 Washington, DC 20006
Managing Director	Steve Evans	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Managing Director	Mark V. Forziati	Tudor Investment Corporation 40 Rowes Wharf, 2 nd Floor Boston, MA 02110
Managing Director	Spencer W. Lampert	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Managing Director	Bjorn E. Nielsen	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Managing Director	Michael P. Stansky	Tudor Investment Corporation 40 Rowes Wharf, 2 nd Floor Boston, MA 02110
Managing Director	Louise M. Zarrilli	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Vice President/ Director of Taxes	Christopher J. Greene	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Vice President/ Assist. Corporate Secretary	Stephen N. Waldman	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Vice President/ Cash Manager	Luis T. Roco	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831

SECRETARY OF STATE
 JAN ALANIS, CLERK

00 FEB 22 PM 10:00

FILED

Vice President	Dwight Anderson	Tudor Investment Corporation 780 Third Ave. 42 nd Floor New York, NY 10017
Vice President	Alberto Antonini	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Vice President	Bruce N. Bolton	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Vice President	Glenn R. Christal	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Vice President	Fred J. Delfino	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Vice President	William T. Flaherty	Tudor Investment Corporation 40 Rowes Wharf, 2 nd Floor Boston, MA 02110
Vice President	Richard J. Ganong	Tudor Investment Corporation 40 Rowes Wharf, 2 nd Floor Boston, MA 02110
Vice President	Douglas E. Hart, II	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Vice President	John B. Helmers	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Vice President	Scott E. Kalb	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Vice President	Robert L. Marsh, III	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Vice President	Robert C. McNally, Jr.	Tudor Investment Corporation 800 Connecticut Avenue Suite 810 Washington, DC 20006

SECRETARY OF STATE
 TAX ADMINISTRATION

00 FEB 22 PM 10:00

FILED

Vice President	A. Peter Monaco	Tudor Investment Corporation 40 Rowes Wharf, 2 nd Floor Boston, MA 02110
Vice President	Richard S. Puma	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Vice President	Randall P. Richard	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Vice President	Michael Riccardi	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Vice President	Miriam D. Roiter	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Vice President	Carmen J. Scarpa, Jr.	Tudor Investment Corporation 40 Rowes Wharf, 2 nd Floor Boston, MA 02110
Vice President	Wade J. Schwartz	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Vice President	John T. Scranton	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Vice President	Ashwin K. Vasan	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Vice President	Paul E. Vogt	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Vice President	Sally G. Waugh	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831
Vice President	Alexander A. Zecca	Tudor Investment Corporation 40 Rowes Wharf, 2 nd Floor Boston, MA 02110
Assist. Corporate Secretary	Robin P. Smith	Tudor Investment Corporation 1275 King Street Greenwich, CT 06831

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 00 FEB 22 PM 10:00
 FILED

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT "TUDOR INVESTMENT CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

THE FOLLOWING DOCUMENTS HAVE BEEN FILED:

CERTIFICATE OF INCORPORATION, FILED THE THIRTEENTH DAY OF NOVEMBER, A.D. 1980, AT 10 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "PAUL TUDOR JONES II, INC." TO "TUDOR INVESTMENT CORPORATION", FILED THE EIGHTH DAY OF FEBRUARY, A.D. 1984, AT 10 O'CLOCK A.M.

RESTATED CERTIFICATE, FILED THE TWENTY-FIFTH DAY OF SEPTEMBER, A.D. 1990, AT 4:30 O'CLOCK P.M.

CERTIFICATE OF MERGER, FILED THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 1995, AT 12 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1995.

CERTIFICATE OF MERGER, FILED THE TWENTY-EIGHTH DAY OF



Edward J. Freel
Edward J. Freel, Secretary of State

0902815 8310

AUTHENTICATION: 0888577

010002026

DATE: 01-02-01

FILED
00 FEB 22 PM 10:00
SECRETARY OF STATE
DELAWARE