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AUTHORIZATION :

Patricia Pizeto

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TALLAHASSEE, FLORIDA

ORDER DATE : March 19, 2002

ORDER TIME : 12:0 PM

ORDER NO. : 481276-005

CUSTOMER NO: 7170545

700005146917--2

CUSTOMER: Mr. William H. Schwartz
First Union Corporation
Legal Dept. Pa 4840
123 South Broad Street
Philadelphia, PA 19107

FOREIGN FILINGS

NAME: FUSI INSURANCE SERVICES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds -- EXT# 1133

EXAMINER: _____

RECEIVED
02 MAR 22 PM 2:57
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02 MAR 22 PM 3:38
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DIVISION OF CORPORATE AND
TALLAHASSEE, FLORIDA

BK

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. FUST Insurance Services, 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 or partnership if not so contained in the name at present.)
2. Virginia 3. 54-0910269
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 10-29-1971 5. Perpetual
(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. 901 E. Byrd Street, Richmond, VA 23219
(Principal office address)
- 2711 Centerville Road, Suite 400, Wilmington, DE 19808
(Current mailing address)
Sells life insurance and variable rate annuity products.
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: 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

Brian Courtney
Asst. V. Pres.

(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: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Rosalia J. Costa-Clarke
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Rosalia J. Costa-Clarke, VP
(Typed or printed name and capacity of person signing application)

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FUSI Insurance Services, Inc.
Directors and Officers Listing

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TALLAHASSEE, FLORIDA

Directors

Paul F. Costello	WF 2075, 901 E. Byrd Street, Richmond, VA 23219
Robert W. Vorlop	WF 2075, 901 E. Byrd Street, Richmond, VA 23219
Richard G. Randa	WF 2075, 901 E. Byrd Street, Richmond, VA 23219

Officers

J. Craig Brentzel, President	WF 2075, 901 E. Byrd Street, Richmond, VA 23219
Daniel Glassberg, SVP & Secretary	NC 0630, 301 South College St., Charlotte, NC 28288
Richard G. Randa, SVP & Treasurer	WF 2075, 901 E. Byrd Street, Richmond, VA 23219
Robert W. Vorlop, SVP	WF 2075, 901 E. Byrd Street, Richmond, VA 23219
Carol Mullis, VP	NC 0630, 301 South College St., Charlotte, NC 28288
Rosalia J. Costa-Clarke, VP	PA 4840, 123 South Broad St., Philadelphia, PA 19109
Margaret C. Snead, VP	WF 1040, 10700 N. Park Drive, Glen Allen, VA 23060
Kim Arnold, Assistant Secretary	WF 1040, 10700 N. Park Drive, Glen Allen, VA 23060

Commonwealth of Virginia



State Corporation Commission

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TALLAHASSEE, FLORIDA

I Certify the Following from the Records of the Commission:

FUSI Insurance Services, Inc. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is October 29, 1971.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:
March 20, 2002*

Joel H. Peck

Joel H. Peck, Clerk of the Commission