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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : FLORIDA INCORPORATORS, INC.
Account Number : 075350000473
Phone : (305) 379-7907
Fax Number : (305) 402-3141

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FOREIGN PROFIT QUALIFICATION

Victory Capital Limited Corporation

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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**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. VICTORY CAPITAL LIMITED 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. State of New York 3. 11-3441248
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 05/29/1998 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. 8645 Bay Parkway, Brooklyn, NY 11214
(Principal office address)
8645 Bay Parkway, Brooklyn, NY 11214
(Current mailing address)
- Any and all lawful purposes
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: Florida Incorporators, Inc.
Office Address: 8875 Hidden River Pkwy, Ste 300
Tampa, Florida 33637
(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.

Florida Incorporators, Inc.

By: Mark Hankins
Mark Hankins (Registered agent's signature)
President

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.

Florida Incorporators, Inc.
8875 Hidden River Pkwy, Ste 300
Tampa FL, 33637
(888) 352-2677

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TALLAHASSEE FLORIDA

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Leonid Raytburg

Address: 8645 Bay Parkway, Brooklyn, NY 11214

Vice Chairman: Alexander Braginsky

Address: 8645 Bay Parkway, Brooklyn, NY 11214

Director:

Address:

Director:

Address:

B. OFFICERS

President: Leonid Raytburg

Address: 8645 Bay Parkway, Brooklyn, NY 11214

Vice President: Alexander Braginsky

Address: 8645 Bay Parkway, Brooklyn, NY 11214

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.

Leonid Raytburg / President

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

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State of New York
Department of State } **ss:**

I hereby certify, that the Certificate of Incorporation of VICTORY CAPITAL LIMITED was filed on 05/29/1998, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 17th day of June
two thousand and two.*



Special Deputy Secretary of State



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