

Morgan Chase Trust Company

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July 8, 2002

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*****78.75 *****78.75

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

Re: Foreign Corporation Authorization Application

Dear Sir or Madam:

Please accept this as our request for application by "Foreign Corporation" for
Authorization to Transact Business" in the State of Florida.

Enclosed with this cover letter are the requisite applications, supporting documents and
application fee. Should you require anything further you may call me at (800) 521-2359.

Respectfully submitted,



Frank P. Maguire
Senior Vice President

FPM:ed

Enclosures

BK

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 18, 2002

FRANK P. MAGUIRE
MORGAN CHASE TRUST COMPANY
601 SOUTH MINNESOTA AVENUE
SIOUX FALLS, SD 57104

SUBJECT: MORGAN CHASE TRUST COMPANY
Ref. Number: W02000020790

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for MORGAN CHASE TRUST COMPANY and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

Please note that we have also RETAINED your \$78.75 payment.

Written approval and clearance of the terms BANK, BANKER, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION or words of similar import, must be obtained from the Division of Banking, pursuant to section 655.922(2a), Florida Statutes.

Enclosed is a "Name Approval Request" form to be filled out and sent to the address indicated on the form. If the proposed name is approved by the Division of Banking, resubmit the document and approval letter to the Division of Corporations for filing.

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) 245-6914.

Buck Kohr
Corporate Specialist

Letter Number: 602A00044124

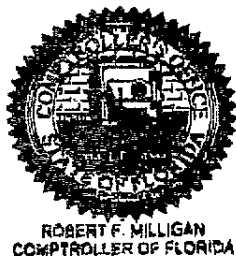
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DIVISION OF BANKING

852 412 9548 P.02/02



OFFICE OF THE COMPTROLLER
DEPARTMENT OF BANKING AND FINANCE
STATE OF FLORIDA
TALLAHASSEE
32399-0350

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 16, 2002

COPY

Ms. Erica Dresdow
Morgan Chase Trust Company
601 S. Minnesota Avenue
Sioux Falls, South Dakota 57104

Dear Ms. Dresdow:

Re: Morgan Chase Trust Company

Thank you for your recent letter/fax requesting name approval of the above referenced company which is a state-chartered trust company located in South Dakota.

As Section 655.922, Florida Statutes, exempts a financial institution, holding company or its subsidiaries from the prohibition of using the word "bank," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union" in its corporate name, the Division of Banking will not object to the use of the above corporate name being registered to transact business as a foreign corporation in the state of Florida.

Sincerely,

Alex Hager
Director

AH:ker

cc: Karon Beyer, Chief, Bureau of Corporate Records,
Division of Corporations, Secretary of State's Office

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Morgan Chase Trust Company
(Name of corporation - must include suffix)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

Diane Redd

(Name of Person)

Morgan Chase Trust Company

(Firm/Company)

601 S. Minnesota Avenue

(Address)

Sioux Falls, SD 57104

(City/State and Zip code)

For further information concerning this matter, please call:

Erica Dresdow

(Name of Person)

at (800) 521-2359

(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

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

**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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Morgan Chase Trust 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. South Dakota 3. 41-1927038
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. December 17, 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. 601 S. Minnesota Avenue, Sioux Falls, SD 57104
(Principal office address)
601 S. Minnesota Avenue, Sioux Falls, SD 57104
(Current mailing address)
8. See Attached Addendum #1
(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)

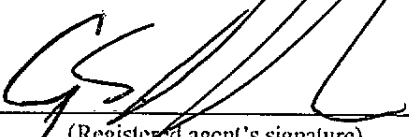
Name: Cory S. Robins, Esq.

Office Address: Sheridan Hills Professional Plaza, 4030 C Sheridan St.

Hollywood, Florida 33021
(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.


(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: Blaine E. Rieke

Address: 6111 N. Berkeley Blvd.
Whitefish Bay, WI 53217

Vice Chairman: Loren Gerleman

Address: 1510 Southeastern Avenue, Unit 202
Sioux Falls, SD, 57103

Director: David G. Hottman, First Premier Bank

Address: 601 S. Minnesota Avenue
Sioux Falls, SD 57104

Director: Richard A. Lewis, The Mangelsdorf Companies

Address: 8340 Meadow Rd., Ste. 142
Dallas, TX 75231

B. OFFICERS

President: Frank P. Maguire

Address: 601 S. Minnesota Avenue
Sioux Falls, SD 57104

Vice President: Benjamin F. Malsch

Address: 601 S. Minnesota Avenue
Sioux Falls, SD 57104

Secretary: Diane R. Redd

Address: 601 S. Minnesota Avenue, Sioux Falls, SD, 57104

Treasurer: Diane R. Redd

Address: 601 S. Minnesota Avenue, Sioux Falls, SD 57104

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

13. Diane R. Redd, Secretary/Treasurer
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Diane R. Redd, Secretary/Treasurer
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

Addendum #1

Response to Question #8:

The specific business or affairs which the Morgan Chase Trust Company is to transact or conduct in Florida is as follows:

The Morgan Chase Trust Company acts as trustee and fiduciary limited to administering settlement trusts established pursuant to court order or other settlement authority. Settlement trusts are trusts established on behalf of settling parties to a personal suit or claim who can be minors, court protected persons or others. Settlement trusts include trusts typically referred to as Special Needs Trusts and Medical Set-Aside Trusts established to preserve Title XIX benefits; Medical Reversionary Trusts and Settlement Preservation Trusts administered as anti-spendthrift and support trusts for injured parties.

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TALLAHASSEE, FLORIDA

AUTHENTICATION OF CERTIFICATE OF GOOD STANDING

By the authority vested in me, Diane R. Redd, as Corporate Secretary-Treasurer appointed by the Director of the Morgan Chase Trust Company, 611 South Minnesota Avenue, Sioux Falls, South Dakota 57104, I hereby certify the following:

That the attached Certificate of Good Standing of the Morgan Chase Trust Company is certified to be a true copy of the original certificate when affixed to it is the corporate seal of the Morgan Chase Trust Company.

Morgan Chase Trust Company

By: Diane R. Redd

Title: Corporate Secretary-Treasurer

Date: July 9, 2002

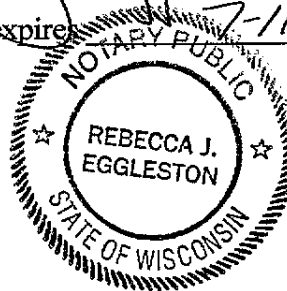
STATE OF WISCONSIN,

COUNTY OF MILWAUKEE

Subscribed and sworn to by Diane R. Redd before me, a Notary Public, in and for said County and State this 9th day of July, 2002.

Rebecca J. Eggleston
Notary Public

My commission expires 7-11-04



RICHARD A. DUNCAN
Director of Banking

CERTIFICATE OF APPOINTMENT

The Morgan Chase Trust Company, a trust company having trust powers and organized and existing under and pursuant to the laws of the State of South Dakota, does hereby appoint Cory S. Robins, Esq., Law Office of Cory S. Robins, P.A., Sheridan Hills Professional Plaza, 4030C Sheridan Street, Hollywood, FL 33021, and his successors, its true and lawful attorney upon whom all process may be served, with the same force and effect as if it were a domestic corporation and had been lawfully served with process within the State of Florida, in any action or proceeding against, affecting or relating to its capacity as Trustee pursuant to any trust to which it may exercise fiduciary powers in the State of Florida.

Morgan Chase Trust Company

By: Diane R. Redd

Title: Corporate Secretary-Treasurer

Date: July 9, 2002

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF WISCONSIN,

COUNTY OF MILWAUKEE

Subscribed and sworn to by Diane R. Redd before me, a Notary Public, in and for said County and State this 9th day of July, 2002.

Rebecca J. Eggleston
Notary Public

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