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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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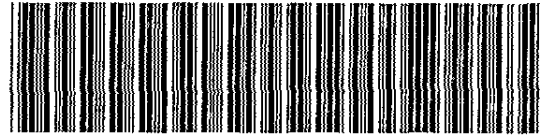
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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FILED  
03 DEC -4 PM 2:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CT CORPORATION

December 4, 2003

Secretary of State, Florida  
409 East Gaines Street  
Tallahassee FL 32399

FILED  
03 DEC -4 PM 2:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Order #: 5980181 WO  
Customer Reference 1: Qualification  
Customer Reference 2: Financial Advisors, Inc.

Dear Secretary of State, Florida:

Please file the attached:

USAA Financial Advisors, Inc. (DE)  
Qualification  
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Brigham Weir  
Fulfillment Specialist  
Brigham\_Weir@cch-lis.com

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.*

FILED  
PM 2:15  
DEC -4  
TALLAHASSEE  
STATE  
SECRETARY OF  
FLORIDA

1. USAA Financial Advisors, 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. Delaware 3. 86-1074273  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 07/15/2003 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 01/01/2004  
(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. 9800 Fredericksburg Road, San Antonio, TX 78288  
(Principal office address)  
same  
(Current mailing address)
8. Applicant will engage in the business of a registered broker-dealer.  
(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/o 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: \_\_\_\_\_

William C. Bradford, Jr.

(Registered agent's signature) Vice 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.

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

A. DIRECTORS

Chairman: SEE ATTACHMENT

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

B. OFFICERS

President: 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. Eileen M. Smiley  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Eileen M. Smiley, Asst. Secretary  
(Typed or printed name and capacity of person signing application)

USAA FINANCIAL ADVISORS, INC.  
NAMES OF OFFICERS AND DIRECTORS  
AS OF 10/30/03

<u>NAME</u>	<u>OFFICE</u>
Robert G. Davis	Chairman of the Board of Directors
Dawn M. Johnson	Vice Chairman of the Board of Directors
Stuart Parker	President and Chief Executive Officer, Director
Bradford W. Rich	Director
Josue Robles, Jr.	Director
David M. Holmes	Senior Vice President, Senior Financial Officer & Treasurer (Chief Financial Officer)
Mark S. Howard	Senior Vice President, Secretary & Counsel (Chief Legal Officer)
Mark S. Rapp	Senior Vice President, Marketing
Amy D. Cannefax	Vice President
Dawn L. Cooper	Vice President, Operations
Brian P. McGlinchey	Assistant Vice President
Eileen M. Smiley	Assistant Vice President, Assistant Secretary
Michael P. Dudley	Chief Compliance Officer

The business address for all officers and directors listed is:  
USAA Financial Advisors, Inc.  
9800 Fredericksburg Road  
USAA Building  
San Antonio, TX 78288

# Delaware

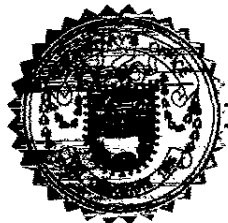
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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "USAA FINANCIAL ADVISORS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINETEENTH DAY OF NOVEMBER, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "USAA FINANCIAL ADVISORS, INC." WAS INCORPORATED ON THE FIFTEENTH DAY OF JULY, A.D. 2003.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3681915 8300

AUTHENTICATION: 2760052

030744870

DATE: 11-19-03