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Florida Department of State  
Division of Corporations  
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Division of Corporations  
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## From:

Account Name : C T CORPORATION SYSTEM  
Account Number : PCA000000023  
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## FOREIGN PROFIT QUALIFICATION

## Skandia America Corporation

Certificate of Status	0
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATION

**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. Skandia America Corporation

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. 13-2917343

(FEI number, if applicable)

4. November 16, 1977

(Date of incorporation)

5. Perpetual

(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. 52 Vanderbilt Avenue, 12th Floor, New York, New York 10006

(Principal office address)

52 Vanderbilt Avenue, 12th Floor, New York, New York 10006

(Current mailing address)

8. Any legal purpose.

(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 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: 

(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:

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## A. DIRECTORS

Chairman: Jan Erik Back

Address: c/o Skandia America Corporation

32 Vanderbilt Avenue, 12th Floor, New York, New York 10006

Vice Chairman: Jan-Mikael Bexhed

Address: c/o Skandia America Corporation

32 Vanderbilt Avenue, 12th Floor, New York, New York 10006

Director: Jan Skogh

Address: Skandia America Corporation

32 Vanderbilt Avenue, 12th Floor, New York, New York 10006

Director: Scott H. Rothstein

Address: c/o Skandia Technology Center, Inc.

Two Corporate Drive, Suite 144, Shelton, CT 06484

## B. OFFICERS

President: Jan Skogh

Address: Skandia America Corporation

32 Vanderbilt Avenue, 12th Floor, New York, New York 10006

Vice President: \_\_\_\_\_

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

Secretary: Jan Skogh

Address: Skandia America Corporation, 32 Vanderbilt Avenue, 12th Floor, New York, New York 10006

Treasurer: Anders Soderstrom

Address: c/o Skandia Technology Center, Inc., Two Corporate Drive, Suite 144, Shelton, CT 06484

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

13. M O S

(Signature of Director or Officer listed in number 12 of the application)

14. Anders Soderstrom, Treasurer

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

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# Delaware

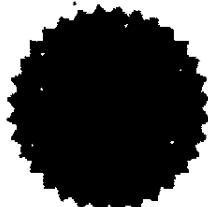
PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SKANDIA AMERICA CORPORATION" 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 NINTH DAY OF JANUARY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Harriet Smith Windsor  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2861601

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DATE: 01-09-04