2005 FOR PROFIT CORPORATION *

Apr 06, 2005 8:00 am Secretary of State **ANNUAL REPORT** DOCUMENT # F04000000477 04-06-2005 90110 018 ***150.00 1. Entity Name HARRIS NESBITT CORP. Principal Place of Business Mailing Address in the second second 3 TIMES SQUARE **3 TIMES SQUARE** NEW YORK, NY 10036 NEW YORK, NY 10036 2. Principal Place of Business 3. Mailing Address Suite, Apt. #, etc. Suite, Apt. #, etc. 03212005 Chg-P CR2E034 (10/03) City & State City & State 4. FEI Number Applied For 13-3459853 Not Applicable Zip Zip Country Country \$8.75 Additional 5. Certificate of Status Desired 6. Name and Address of Current Registered Agent 7. Name and Address of New Registered Agent Name C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD Street Address (P.O. Box Number is Not Acceptable) PLANTATION FL 33324 Zip Code FL 8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent. SIGNATURE. Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE FILE NOW!!! FEE IS \$150.00 After May 1, 2005 Fee will be \$550.00 9. Election Campaign Financing \$5.00 May Be Trust Fund Contribution. Added to Fees OFFICERS AND DIRECTORS 10. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11 11. CD TITLE Delete TITLE ☐ Change DOWNE, WILLIAM A NAME NAME see attached list 111 WEST MONROE, FLOOR 3W STREET ADDRESS STREET ADDRESS CITY-ST-ZIP CHICAGO, IL 60603 CITY-ST-ZIP TITLE Delete TITLE ☐ Change ☐ Addition NAME BENEDETTO, RENE D NAME STREET ADDRESS 3 TIMES SQUARE STREET ADDRESS CITY-ST-7IP NEW YORK, NY 10036 CITY-ST-71P TITLE Delete TITLE ☐ Change □ Addition **BROWN, TIMOTHY** NAME STREET ADDRESS 3 TIMES SQUARE STREET ADDRESS CITY-ST-ZIP NEW YORK, NY 10036 CITY-ST-ZIP TITLE X Delete TITLE ☐ Change ☐ Addition NAME **BUSA, JOSEPH** NAME STREET ADDRESS 3 TIMES SQUARE STREET ADDRESS CITY-ST-ZIP NEW YORK, NY 10036 CITY-ST-ZIP TITLE Delete TITLE Change ☐ Addition CECIL, DAVID ' NAME NAME STREET ADDRESS 700 LOUISIANA STREET, SUITE 4400 STREET ADDRESS CITY-ST-ZIP HOUSTON, TX 77002 CITY-ST-ZIP XX.Defete TITLE Change TITLE ☐ Addition CERRONE, MARIA NAME NAME

FILED

12. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oall; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

STREET ADDRESS

CITY-\$1-ZIP

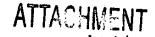
115 SOUTH LASALLE STREET, #19W

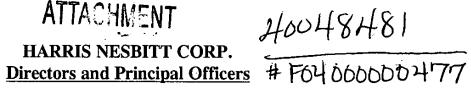
CHICAGO, IL 60603

STREET ADDRESS

CITY-ST-ZIP

SIGNATURE: _	Michael M. 3	Pers	3/29/05	212-605-1658
	SIGNATURE AND TYPED OR PRINTED NAME OF	SIGNING OFFICER OR DIRECTOR	Date	Daytime Phone #
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<u>Directors</u>	Residential Address	Business Address	Position Held
DOWNE, William A	530 Willow Rd. Winnetka, IL USA 60093	111 West Monroe Floor 3W Chicago, IL USA 60603	Chairman of the Board
COSTELLO, Ellen	247 East 71st Street New York, NY USA 10021	3 Times Square New York, NY USA 10036	Vice Chair
HARTLEY, David	1077 River Road Unit 511N Edgewater, NJ USA 07020	3 Times Square New York, New York USA 10036	Executive Managing Director and Chief Operating Officer
HYMA, David R.	1657 Covington Terrace Mississauga, Ontario Canada L5M 3S4	1 First Canadian Place Toronto, Ontario Canada M5X 1A1	Director only
PERSAUD, Devanand	408 Quebec Avenue Toronto, Ontario Canada M6P 2V4	1 First Canadian Place Toronto, Ontario Canada M5X 1H3	Director only
MILROY, Thomas	73 Lynwood Avenue Toronto, Ontario Canada M4V 1K5	1 First Canadian Place Toronto, Ontario Canada M5X 1H3	Director only
GERARD, Emanuel "Manny"	1 East End Avenue Apt. 9C New York, NY USA 10021	360 Madison Avenue 5 th Floor New York, NY USA 10017	Director only
TECHAR, Frank J.	111 Abingdon Ave. Chicago, IL USA 60043	111 West Monroe St. Floor 4W Chicago, IL USA 60603	Director only

ATTACHMENT

#F04000000177

HARRIS NESBITT CORP.

Principal Officers (who are not Directors)	Residential Address	Business Address	Position Held
EPISCOPIO, Douglas	39-33 222 nd St. Bayside, NY USA 11361	3 Times Square New York, NY USA 10036	Vice President and Controller
LEAVY, Keith C.	20 Gleeful Lane Valley Cottage, NY USA 10989	3 Times Square New York, NY USA 10036	Managing Director and Chief Compliance Officer
UMBS, THERESE R.	519 Bloomfield Avenue Apt. 5C Caldwell, NJ USA 07006	3 Times Square New York, NY USA 10036	Assistant Secretary
VORSTER, Susanne H.	111-09 76 th Road Apt. E-1 Forest Hills, NY USA 11375	3 Times Square New York, NY 28 th Floor USA 10036	Vice- President and Chief Financial Officer
ZEISS, Michael George	368 Carter St. New Canaan, Ct. USA 06840	3 Times Square 28 th Floor New York, NY USA 10036	Managing Director, Chief Legal Officer and Secretary