

F0400006612

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

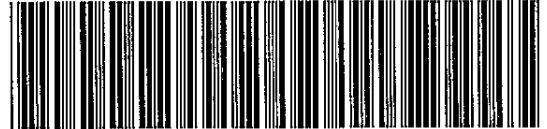
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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION

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04 NOV 19 PM 3:18

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY\*

ACCOUNT NO. : 072100000032

REFERENCE : 971883 4364302

AUTHORIZATION

*Patricia Pigato*

COST LIMIT : \$ 70.00

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : November 15, 2004

ORDER TIME : 9:45 AM

ORDER NO. : 971883-035

CUSTOMER NO: 4364302

CUSTOMER: David Fogel  
Sunamerica Securities, Inc.  
Suite 2100  
2800 N. Central  
Phoenix, AZ 85004

FOREIGN FILINGS

NAME: AIG FINANCIAL ADVISORS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward -- EXT# 2935

EXAMINER: \_\_\_\_\_

**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. AIG FINANCIAL ADVISORS, INC.

(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. 20-1741754

(FEI number, if applicable)

4. September 13, 2004

(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.)

c/o Bridget Gaughan, Suite 2100, 2800 North Central Avenue

7. Phoenix, AZ 85004

(Principal office address)

Suite 2100, 2800 North Central Avenue, Phoenix, AZ 85004

(Current mailing address)

8. Full service securities broker/dealer. To engage in any act or activity for  
which corporations may be organized.

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301

(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.*

Corporation Service Company

By: 

(Registered agent's signature)

Alexis Cassidy, Assistant 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 attached officers/directors rider

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

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

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

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

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

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

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

**B. OFFICERS**

President: See attached officers/directors rider

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. Bridget M. Gaughan  
(Signature of Director or Officer listed in number 12 of the application)

14. Bridget Gaughan, Secretary  
(Typed or printed name and capacity of person signing application)

## **OFFICERS/DIRECTORS RIDER**

FL-Application by Foreign Corporation for Authorization

AIG FINANCIAL ADVISORS, INC.

### **List of Officers**

**Name:** James R. Cannon **Title:** President, CEO  
**Bus. Addr.:** 2355 Northside Drive, Suite 200, San Diego, CA 92108

**Name:** Bridget Gaughan **Title:** Secretary  
**Bus. Addr.:** 2800 N. Central Ave., Suite 2100, Phoenix, AZ 95004

**Name:** Steve Rothstein **Title:** Treasurer  
**Bus. Addr.:** 2300 Windy Ridge Dr., Suite 1100, Atlanta, GA 30339

**Name:** Lisa Kubica **Title:** Exec. VP  
**Bus. Addr.:** 2800 N. Central Ave., Ste 2100, Phoenix, AZ 85004

### **List of Directors**

**Name:** James Cannon **Term:**  
**Bus. Addr.:** 2355 Northside Drive, Ste 200, San Diego, CA 92108

**Name:** Bridget Gaughan **Term:**  
**Bus. Addr.:** 2800 N. Central Ave., Ste 2100, Phoenix, AZ 85004

**Name:** Steve Rothstein **Term:**  
**Bus. Addr.:** 2300 Windy Ridge Dr., Ste 1100, Atlanta, GA 30339

**Name:** Mary Cavanaugh **Term:**  
**Bus. Addr.:** 2929 Allen Prkwy L4-01, Houston, TX 77019

# Delaware

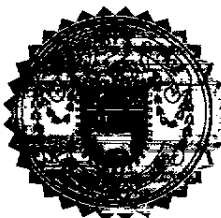
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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AIG 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 SEVENTEENTH DAY OF NOVEMBER, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AIG FINANCIAL ADVISORS, INC." WAS INCORPORATED ON THE THIRTEENTH DAY OF SEPTEMBER, A.D. 2004.

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



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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 3483415

DATE: 11-17-04