

F06000001156

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TALLAHASSEE, FLORIDA

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FOREIGN PROFIT/NONPROFIT CORPORATION

INVESCO Global Asset Management (N.A.), Inc.

Certificate of Status	0
Certified Copy	0
Page Count	156
Estimated Charge	\$70.00

\$3520.00

*Att: Justin Rivers
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February 15, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CT

SUBJECT: INVESCO GLOBAL ASSET MANAGEMENT (N.A.), INC.
REF: W06000007363

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Based upon information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, it appears that INVESCO GLOBAL ASSET MANAGEMENT (N.A.), INC. has transacted business in Florida prior to submitting an "Application for Authority to Transact Business in Florida". The information received from the Florida Department of Revenue indicates January 1, 2003, as the initial date of transacting business in the State of Florida.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$3450.00.

If you have any further questions concerning your document, please call (850) 245-6929.

Justin M Shivers
Document Specialist
New Filing Section

FAX Aud. #: E06000039813
Letter Number: 206A00010907

P.O BOX 6327 - Tallahassee, Florida 32314

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. INVESCO Global Asset Management (N.A.), Inc.

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

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

2. Delaware 3. 58-2323329
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. 02/24/1997 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1360 Peachtree Street, N.E., Suite 100, Atlanta, GA 30309
(Principal office address)
1360 Peachtree Street, N.E., Suite 100, Atlanta, GA 30309
(Current mailing address)

8. to provide management services, and to engage in any lawful act or activity
(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 NOT acceptable)

Name: CT 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.

By: [Signature] C T Corporation System
(Registered agent's signature) ALLAN FAFINELL
ASSISTANT SECRETARY

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.

FEB-13-2006 16:47

CT Atlanta 3

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

06 FEB 22 PM 1:04

A. DIRECTORS

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Chairman: John D. Rogers

Address: 1360 Peachtree Street, N.E., Atlanta, GA 30309

Vice Chairman: _____

Address: _____

Director: David A. Hartley

Address: 1360 Peachtree Street, N.E., Atlanta, GA 30309

Director: _____

Address: _____

B. OFFICERS

President: Kirk F. Holland

Address: 1360 Peachtree Street, N.E., Atlanta, GA 30309

Vice President: W. Lindsay Davidson

Address: 1360 Peachtree Street, N.E., Atlanta, GA 30309

Secretary: Jeffrey H. Kuper

Address: 1360 Peachtree Street, N.E., Atlanta, GA 30309

Treasurer: (CFO) David A. Hartley

Address: 1360 Peachtree Street, N.E., Atlanta, GA 30309

SEE ATTACHED FOR COMPLETE LIST OF OFFICERS

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

13. _____

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

14. Harold W. Jordan, II, Assistant Secretary

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

FILED

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INVESCO Global Asset Management (N.A.), Inc.SECRETARY OF STATE
TALLAHASSEE FLORIDA

12. Officers and Directors

Officers

Title	Name	Address	City, State Zip
Vice President	W. Lindsay Davidson	1360 Peachtree Street	Atlanta, GA 30309
Vice President	Erik B. Granade	1360 Peachtree Street	Atlanta, GA 30309
CFO	David A. Hartley	1360 Peachtree Street	Atlanta, GA 30309
President/CEO	Kirk F. Holland	1360 Peachtree Street	Atlanta, GA 30309
Assistant Secretary	Harold W. Jordan, II	1360 Peachtree Street	Atlanta, GA 30309
Chief Compliance Officer	Brian Kawakami	1166 Avenue of the Americas	New York, NY 10036
Secretary	Jeffrey H. Kupor	1360 Peachtree Street	Atlanta, GA 30309
Controller	Mark F. Moots	1360 Peachtree Street	Atlanta, GA 30309

Directors

David A. Hartley	1360 Peachtree Street	Atlanta, GA 30309
John D. Rogers	1360 Peachtree Street	Atlanta, GA 30309

FEB-13-2006 16:47

CT Atlanta 3

404-888-7795 P.06/06

Delaware

06 FEB 22 PM 1:04
PAGE 1

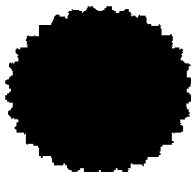
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INVESCO GLOBAL ASSET MANAGEMENT (N.A.), 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 THIRTEENTH DAY OF FEBRUARY, A.D. 2006.

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

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



2720221 \$300

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4518680

DATE: 02-13-06

TOTAL P.06