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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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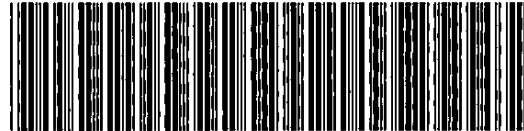
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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RECEIVED
07 AUG 20 AM 10:57
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

FILED
2007 AUG 20 A 11:17
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

D. WHITE AUG 21 2007



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 060567 7188063

AUTHORIZATION

COST LIMIT : \$ 70.00

[Handwritten signature]

ORDER DATE : August 17, 2007

ORDER TIME : 9:48 AM

ORDER NO. : 060567-010

CUSTOMER NO: 7188063

FOREIGN FILINGS

NAME: E*TRADE FINANCIAL CORPORATE
SERVICES, INC.

File Second

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kelly Courtney -- EXT# 2916

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.*

1. **E*TRADE Financial Corporate Services, 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. **770054242**

(FEI number, if applicable)

4. **12/20/2004**

(Date of incorporation)

5. **perpetual**

(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. **4500 BOHANNON DR, ATTN: CYNTHIA BOCK, MENLO PARK, CA 94025**

(Principal office address)

4500 BOHANNON DR, ATTN: CYNTHIA BOCK, MENLO PARK, CA 94025

(Current mailing address)

8. _____

(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: **CORPORATION SERVICE COMPANY**

Office Address: **1201 HAYS STREET**

TALLAHASSEE

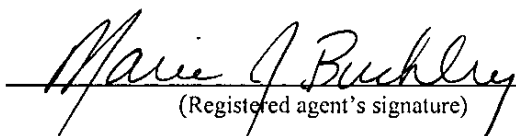
(City)

, Florida **32301**

(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.


(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.

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TALLAHASSEE, FLORIDA

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

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A. DIRECTORS

Chairman: ARLEN W GELBARD

2007 AUG 20 A 11: 18

Address: 671 N GLEBE RD
ARLINGTON, VA 22203

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: THOMAS ROBERTS

Address: 4005 WINDWARD PLAZA DR, ALPHARETTA, GA 30005

Vice President: _____

Address: _____

Secretary: CYNTHIA BOCK

Address: 4500 BOHANNON DR, MENLO PARK, CA 94025

Treasurer: SHANE MULRON

Address: 905 HIGHLAND POINT DR, SUITE 150, ROSEVILLE, CA 95678

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. CYNTHIA BOCK, SECRETARY

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

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "E*TRADE FINANCIAL CORPORATE SERVICES, 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 AUGUST, A.D. 2007.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "E*TRADE FINANCIAL CORPORATE SERVICES, INC." WAS INCORPORATED ON THE TWENTIETH DAY OF DECEMBER, A.D. 2004.

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



3899696 8300

070934998

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5936291

DATE: 08-17-07