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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 : FCA0000000023
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**FOREIGN PROFIT/NONPROFIT
CORPORATION**

QUESTAR CAPITAL CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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. Questar Capital 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. Minnesota

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

3. 38-3342968

(FEI number, if applicable)

4. 02/06/2007

(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. 5701 Golden Hills Drive, Minneapolis, MN 55416

(Principal office address)

5701 Golden Hills Drive, Minneapolis, MN 55416

(Current mailing address)

8. Investment banking, investment advisory services and broker/dealer in securities

(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

(City)

Florida 33324

(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.

Megan G. Ware

Megan G. Ware
Assistant Secretary

(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:

A. DIRECTORS

Chairman: See attached list.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list.

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. Tracy M. Hardy
(Signature of Director or Officer listed in number 12 of the application)

14. Tracy M. Hardy, Assistant Secretary
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

QUESTAR CAPITAL CORPORATION

Thomas Burns 5701 Golden Hills Drive Minneapolis, MN 55416	President and Director
Giulio Terzariol 5701 Golden Hills Drive Minneapolis, MN 55416	Director
Patrick Foley 5701 Golden Hills Drive Minneapolis, MN 55416	Chief Operating Officer
Emily Reitan 5701 Golden Hills Drive Minneapolis, MN 55416	Chief Financial Officer
Ruth Howell 5701 Golden Hills Drive Minneapolis, MN 55416	Chief Compliance Officer and Secretary
Kelth Johnson 5701 Golden Hills Drive Minneapolis, MN 55416	Chief Marketing Officer
Matthew Fries 5701 Golden Hills Drive Minneapolis, MN 55416	Vice President - Investment Products and Platforms
Tracy M. Hardy 5701 Golden Hills Drive Minneapolis, MN 55416	Assistant Secretary

State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

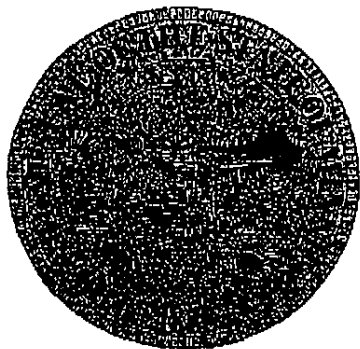
I, Mark Ritchie, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: Questar Capital Corporation

Date Formed: 02/06/2007

Chapter Governed By: 302A

This certificate has been issued on 08/07/08.



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ALLAHASSEE, FLORIDA

Mark Ritchie
Secretary of State.