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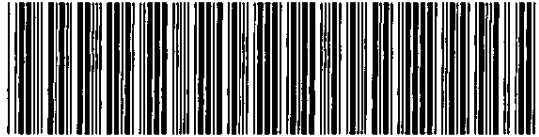
(Business Entity Name)

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TALLAHASSEE, FLORIDA

VH

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Cato Institute
(Name of Corporation – must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Gayllis R. Ward
(Name of Person)

Cato Institute
(Firm/Company)

1000 Massachusetts Ave, NW

(Address)

Washington DC 20001
(City/State and Zip Code)

For further information concerning this matter, please call:

Gayllis R. Ward at 202 218 4631
(Name of Person) (Area Code & Daytime Telephone Number)

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☒ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

1. Sato Institute Inc
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. Kansas 3. 23-7432162
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. December 19, 1974 5. perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. NA - not yet
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)
7. 1000 Massachusetts Ave. NW, Washington DC 20001
(Principal office address)
- Same as above
(Current mailing address)
8. Broadening the parameters of policy debate to allow consideration of more options that are consistent with traditional American principles
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box **NOT** acceptable)
Name: Registration Agents Legal Service LLC
Office Address: 155 Office Plaza Drive, Suite A
Tallahassee, Florida 32301
(City) (Zip Code)

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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.

Michael W. Ashley
(Registered Agent's signature) MICHAEL W. ASHLEY

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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: Please see attached schedules
Address: from 3/31/08 Form 990

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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B. OFFICERS

President: Please see attached schedules
Address: from 3/31/08 Form 990

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. William Erickson
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. William Erickson, VP of Finance & Administration
(Typed or printed name and capacity of person signing application)

FORM 990, PART V-A - CURRENT OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
FRANK BOND 1000 MASSACHUSETTS AVE., N.W. WASHINGTON, DC 20001-5403	DIRECTOR 2.50	NONE	NONE	NONE
RICHARD J DENNIS 1000 MASSACHUSETTS AVE., N.W. WASHINGTON, DC 20001-5403	DIRECTOR 2.50	NONE	NONE	NONE
JOHN C MALONE 1000 MASSACHUSETTS AVE., N.W. WASHINGTON, DC 20001-5403	DIRECTOR 2.50	NONE	NONE	NONE
DAVID H PADDEN 1000 MASSACHUSETTS AVE., N.W. WASHINGTON, DC 20001-5403	DIRECTOR 2.50	NONE	NONE	NONE
LEWIS E RANDALL 1000 MASSACHUSETTS AVE., N.W. WASHINGTON, DC 20001-5403	DIRECTOR 2.50	NONE	NONE	NONE
HOWARD S RICH 1000 MASSACHUSETTS AVE., N.W. WASHINGTON, DC 20001-5403	DIRECTOR 2.50	NONE	NONE	NONE
FREDERICK W SMITH	DIRECTOR 2.50	NONE	NONE	NONE

FORM 990, PART V-A - CURRENT OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
1000 MASSACHUSETTS AVE., N.W. WASHINGTON, DC 20001-5403				
JEFFREY YASS 1000 MASSACHUSETTS AVE., N.W. WASHINGTON, DC 20001-5403	DIRECTOR 2.50	NONE	NONE	NONE
FRED YOUNG 1000 MASSACHUSETTS AVE., N.W. WASHINGTON, DC 20001-5403	DIRECTOR 2.50	NONE	NONE	NONE
EDWARD H CRANE 1000 MASSACHUSETTS AVE., N.W. WASHINGTON, DC 20001-5403	PRESIDENT/CEO 40.00	429,000.	255,214.	NONE
K TUCKER ANDERSEN 1000 MASSACHUSETTS AVE., N.W. WASHINGTON, DC 20001-5403	DIRECTOR 2.50	NONE	NONE	NONE
ETHELMAE C HUMPHREYS 1000 MASSACHUSETTS AVE., N.W. WASHINGTON, DC 20001-5403	DIRECTOR 2.50	NONE	NONE	NONE
DAVID H KOCH 1000 MASSACHUSETTS AVE., N.W. WASHINGTON, DC 20001-5403	DIRECTOR 2.50	NONE	NONE	NONE

FORM 990, PART V-A - CURRENT OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
WILLIAM A NISKANEN 1000 MASSACHUSETTS AVE., N.W. WASHINGTON, DC 20001-5403	CHAIRMAN 40.00	165,000.	20,716.	NONE
DONALD G SMITH 1000 MASSACHUSETTS AVE., N.W. WASHINGTON, DC 20001-5403	DIRECTOR 2.50	NONE	NONE	NONE
ROBERT A LEVY 1000 MASSACHUSETTS AVE., N.W. WASHINGTON, DC 20001-5403	DIRECTOR 2.50	NONE	NONE	NONE
DAVID BOAZ 1000 MASSACHUSETTS AVE., N.W. WASHINGTON, DC 20001-5403	EXECUTIVE VP 40.00	217,000.	27,463.	NONE
WILLIAM ERICKSON 1000 MASSACHUSETTS AVE., N.W. WASHINGTON, DC 20001-5403	VP OF FINANCE & ADMIN 40.00	162,496.	25,608.	NONE
JANETTE STOUT 1000 MASSACHUSETTS AVE., N.W. WASHINGTON, DC 20001-5403	FORMER SECRETARY 40.00	44,918.	3,829.	NONE

FORM 990, PART V-A - CURRENT OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
LESLIE ALBANESE 1000 MASSACHUSETTS AVE., N.W. WASHINGTON, DC 20001-5403	SECRETARY 40.00	122,000.	18,371.	NONE
GRAND TOTALS		1,140,414.	351,201.	NONE

SCHEDULE A, PART I - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCOUNT
WILLIAM LINDSEY 1000 MASSACHUSETTS AVE., N.W. WASHINGTON, DC 20001	VP FOR RESEARCH 40.00	177,500.	29,167.	NONE
ROGER PILON 1000 MASSACHUSETTS AVE., N.W. WASHINGTON, DC 20001	DIR CONST. STUDIES 40.00	170,000.	28,639.	NONE
TED CARPENTER 1000 MASSACHUSETTS AVE., N.W. WASHINGTON, DC 20001	VP DEFENSE/FOREIGN 40.00	158,000.	19,861.	NONE
JAGADEESH GOKHALE 1000 MASSACHUSETTS AVE., N.W. WASHINGTON, DC 20001	SENIOR FELLOW 40.00	150,000.	21,601.	NONE
ANDREI ILLIARNOV 1000 MASSACHUSETTS AVE., N.W. WASHINGTON, DC 20001	SENIOR FELLOW 40.00	150,000.	4,781.	NONE
TOTAL COMPENSATION		805,500.	104,049.	NONE

STATE OF KANSAS

OFFICE OF
SECRETARY OF STATE
RON THORNBURGH



To all to whom these presents shall come, Greetings:

I, RON THORNBURGH, Secretary of State of the State of Kansas, do hereby certify that I am the custodian of records of the State of Kansas relating to corporations and that I am the proper official to execute this certificate.

I FURTHER CERTIFY THAT

CATO INSTITUTE

is a regularly and properly organized not for profit corporation under the laws of the State of KANSAS, having been incorporated in Kansas on the 19th day of December, A.D. 1974 and has paid all fees due this office and is in good standing according to records now on file in the office of Secretary of State.

In testimony whereof:
I hereto set my hand and cause
to be affixed my official seal.
Done at the City of Topeka, this
24th day of October, A.D. 2008



RON THORNBURGH
SECRETARY OF STATE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA