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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2009 JUN 18 2009
J. Shivers
95527556
523



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 035880 7432546

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : June 12, 2009

ORDER TIME : 2:57 PM

ORDER NO. : 035880-005

CUSTOMER NO: 7432546

FOREIGN FILINGS

NAME: FIFTH THIRD ASSET MANAGEMENT,
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: Doreen Wallace -- EXT# 2928

EXAMINER: _____

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TALLAHASSEE, FLORIDA

**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. Fifth Third Asset Management, 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. Ohio 3. 34-1172683
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. September 30, 1975 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 38 Fountain Square Plaza, Cincinnati, Ohio 45263
(Principal office address)
- 38 Fountain Square Plaza, MD 10AT76, Cincinnati, Ohio 45263
(Current mailing address)
8. Investment Management Services
(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, 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: Lynn Cannelongo
(Registered agent's signature)

Lynn Cannelongo, Assistant VP

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: E. Keith Wirtz

Address: 38 Fountain Square Plaza

Cincinnati, Ohio 45263

Director: Richard Ille

Address: 38 Fountain Square Plaza

Cincinnati, Ohio 45263

B. OFFICERS

President: E. Keith Wirtz

Address: 38 Fountain Square Plaza

Cincinnati, Ohio 45263

Vice President: Richard Ille

Address: 38 Fountain Square Plaza

Cincinnati, Ohio 45263

Secretary: Matthew A. Swendiman

Address: 38 Fountain Square Plaza, Cincinnati, Ohio 45263

Treasurer: David Ross

Address: 38 Fountain Square Plaza, Cincinnati, Ohio 45263

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. Matthew A. Swendiman, Secretary

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

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TALLAHASSEE, FLORIDA

**United States of America
State of Ohio
Office of the Secretary of State**

*I, Jennifer Brunner, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show **FIFTH THIRD ASSET MANAGEMENT, INC.**, an Ohio corporation, Charter No. 471973, having its principal location in Cleveland, County of Cuyahoga, was incorporated on September 30, 1975 and is currently in **GOOD STANDING** upon the records of this office.*

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 12th day of June, A.D. 2009*

A handwritten signature in cursive script, appearing to read "Jennifer Brunner".

Ohio Secretary of State