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K. SALLY
EXAMINER
APR 29

Date: 04/27/2016

Account #: I20000000088

Name: ERIC HOOD

Reference #: L090322

ENTITY NAME: EQIS INSTITUTIONAL INC.

☒ Articles of Incorporation/Authorization to Transact Business

☐ Amendment

☐ Annual Report

☐ Change of Agent

☐ Reinstatement

☐ Conversion

☐ Merger

☐ Dissolution/Withdrawal

☐ Fictitious Name

☒ Other: CERTIFIED COPY

Authorized Amount: \$ 78,750

Signature: Eric Hood

**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.*

EQIS INSTITUTIONAL INC.

1. EQIS INSTITUTIONAL 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 3. 651298153
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 3/13/2007 5. _____
(Date of incorporation) (Date of duration, if other than 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. 1000 Fourth Street, Suite 650, San Rafael, CA 94901
(Principal office address)

(Current mailing address, if different)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

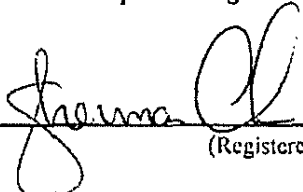
Name: National Corporate Research, Ltd., Inc.

Office Address: 115 North Calhoun Street, Suite 4

Tallahassee, Florida 32301
(City) (Zip code)

9. 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)

10. 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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11. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

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.

12. _____

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. _____

Mark G. Thompson / Chief Financial Officer

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

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TALLAHASSEE, FLORIDA

See Attached

See Attached

EQIS Institutional Inc.

Corporate Officers

Title	Name	Business Address	City, State, Zip
Chief Executive Officer	Scott Winters	1000 4 th St. Suite 650	San Rafael, CA 94901
Secretary	Jennifer Winters	1000 4 th St. Suite 650	San Rafael, CA 94901
Chief Investment Officer	William R. Nelson	1000 4 th St. Suite 650	San Rafael, CA 94901
Chief Financial Officer	Mark G. Thompson	1000 4 th St. Suite 650	San Rafael, CA 94901
Chief Legal Counsel	Gary Nemer	1000 4 th St. Suite 650	San Rafael, CA 94901
Chief Compliance Officer	Jason Luhan	1000 4 th St. Suite 650	San Rafael, CA 94901

Board of Directors

Name	Business Address	City, State, Zip
Scott Winters	1000 4 th St. Suite 650	San Rafael, CA 94901
Jennifer Winters	1000 4 th St. Suite 650	San Rafael, CA 94901
William R. Nelson	1000 4 th St. Suite 650	San Rafael, CA 94901
Jeff Cohen	1000 4 th St. Suite 650	San Rafael, CA 94901
Benjamin Malka	1000 4 th St. Suite 650	San Rafael, CA 94901
Jim Brown	1120 Avenue of the Americas, Suite 1807	New York, NY 10036
Kevin Bhatt	1120 Avenue of the Americas, Suite 1807	New York, NY 10036

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Delaware

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Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EQIS INSTITUTIONAL 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 TWENTIETH DAY OF APRIL, A.D. 2016.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "EQIS INSTITUTIONAL INC." WAS INCORPORATED ON THE THIRTEENTH DAY OF MARCH, A.D. 2007.

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

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TALLAHASSEE, FLORIDA



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You may verify this certificate online at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State

Authentication: 202184848

Date: 04-20-16