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TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

0000001680470
-01/05/96--01090--001
*****70.00 *****70.00

SUBJECT: Russell Fund Distributors, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Carla Anderson
(Name of Person)
Russell Fund Distributors, Inc.
(Firm/Company)
909 A Street
(Address)
Tacoma, WA 98402
(City/State/Zip)

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DIVISION OF CORPORATIONS
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Should you need to call someone concerning this matter, please call:

Carla Anderson at (206) 596-3067
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**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. Russell Fund Distributors, Inc.

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "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.)

2. Washington

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

3. 91-1397660

(FEI number, if applicable)

4. January 15, 1988

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. January 2, 1996

(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 909 A Street

Tacoma, WA 98402

(Current mailing address)

The transaction of any and all lawful business, including, but not limited to, effecting securities transactions as principal or agent.

8. _____

(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 or Mail Drop Box NOT acceptable)

Name: Frederick M. Hanish

Office Address: 5850 T.G. Lee Blvd., Suite 650

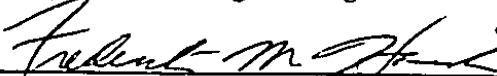
Orlando

, Florida, 32822

(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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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Please see Schedule A, attached.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Please see Schedule A, attached.

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

14. J. David Griswold, Associate General Counsel, Assistant Secretary and
(Typed or printed name and capacity of person signing application)
Chief Compliance Officer

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Schedule A

RUSSELL FUND DISTRIBUTORS, INC.
Directors and Officers

Business Address of All:

**909 A Street
Tacoma, WA 98402**

NAME AND SSN	OFFICIAL CAPACITY	RESIDENCE
Lynn L. Anderson 514-36-3191	Chairman of the Board and Chief Executive Officer	6217 139th Pl. S.E. Bellevue, WA 98006
Karl J. Ege 142-32-4247	Secretary and General Counsel	933 21st Avenue East Seattle, WA 98112
J. David Griswold 534-72-8675	Assistant Secretary, Associate General Counsel and Chief Compliance Officer	3006 38th Avenue S.W. Seattle, WA 98126
Mary E. Hughs 538-56-4767	Assistant Secretary	6303 South 298th Place Auburn, WA 98001
Nancy M. Jacoby 315-62-1688	Assistant Secretary	1005 Brentwood Fircrest, WA 98466
John C. James 076-36-3584	Assistant Secretary	3001 Vista View Dr. N. Tacoma, WA 98407
Randall P. Lert 567-88-5774	Director	601 N. C Street Tacoma, WA 98403
Gregory J. Lyons 027-52-6866	Assistant Secretary	2514 N. Junett Street Tacoma, WA 98406
Eric A. Russell 535-66-4857	Director and President	7908 Olympic View Dr. NW Gig Harbor, WA 98335
Norma P. Schellberg 136-30-4097	Treasurer	8315 161st Ave. KPS Longbranch, WA 98351

STATE of WASHINGTON



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I, RALPH MUNRO, Secretary of State of the State of Washington and custodian of its records

CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

RUSSELL FUND DISTRIBUTORS, INC.

I, RALPH MUNRO, Secretary of State of the State of Washington, hereby certify

that I am the custodian of the corporation records of this state.

I FURTHER CERTIFY that the records on file in this office show that the

above named profit corporation was formed under the laws of the

State of Washington and was issued a certificate of incorporation

in Washington on January 15, 1988.

I FURTHER CERTIFY that, as of the date of this certificate, no Articles of Dissolution

or Certificate of Withdrawal have been filed, that the conditions of the Revised

Code of Washington, Title 23B.01.280(2) (a) through (d) have been met, and the

corporation is duly authorized to transact business in the

corporate form in the State of Washington.



Date: December 18, 1995
Given under my hand and the Seal of the State
of Washington at Olympia, the State Capital


RALPH MUNRO

Ralph Munro, Secretary of State

H. Kramer