

Document Number Only
F96000005548

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

500001986215--5
-10/25/96--01063--017
*****35.00 *****35.00

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-10/25/96--01063--018
*****35.00 *****35.00

Chancellor Capital Management

96 OCT 25 PM 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

10/25

☒ Profit
☐ NonProfit
☐ Limited Liability Co.

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Fictitious Name Filing

☐ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

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| Name Availability |
| Document Examiner |
| Updater |
| Verifier |
| Acknowledgment |
| W.P. Verifier |

10/25

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96 OCT 25 PM 12:23
DIVISION OF CORPORATION

**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. Chancellor Capital Management, 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. Delaware
(State or country under the law of which it is incorporated)
3. 13-2744554
(FEI number, if applicable)
4. 12/27/72
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. September 1, 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.156, F.S.))
7. 1166 Avenue of the Americas, 27th Floor
New York, New York 10036
(Current mailing address)
8. Investment Management Services
(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:

Name: C T CORPORATION SYSTEM
Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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.

C T CORPORATION SYSTEM



(Registered agent's signature) (Officer)

ANN MARIE CUMMINS

ASSISTANT SECRETARY

(Type Name and Title of Officer)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: Robert G. Wade, Jr.

Address: 1166 Avenue of the Americas, 27th Floor
New York, New York 10036

Vice Chairman: Not Applicable

Address: _____

Director: Warren E. Shaw, Chief Executive Officer

Address: 1166 Avenue of the Americas, 27th Floor
New York, New York 10036

Director: Penny Zuckerwise

Address: 1166 Avenue of the Americas, 27th Floor
New York, New York 10036

B. OFFICERS

President: Penny Zuckerwise

Address: 1166 Avenue of the Americas, 27th Floor
New York, New York 10036

Managing Director ~~SECRETARY~~: Margaret A. Riley, Controller

Address: 1166 Avenue of the Americas, 27th Floor
New York, New York 10036

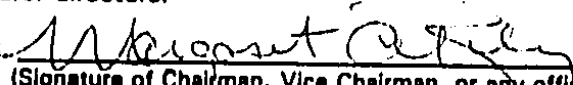
Managing Director ~~SECRETARY~~: Rachel L. Arfa, Chief Legal Officer

Address: 1166 Avenue of the Americas, 27th Floor
New York, New York 10036

Managing Director ~~TAMM~~ Jeffrey M. Truong, Chief Financial Officer

Address: 1166 Avenue of the Americas, 27th Floor
New York, New York 10036

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Margaret A. Riley, Controller
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

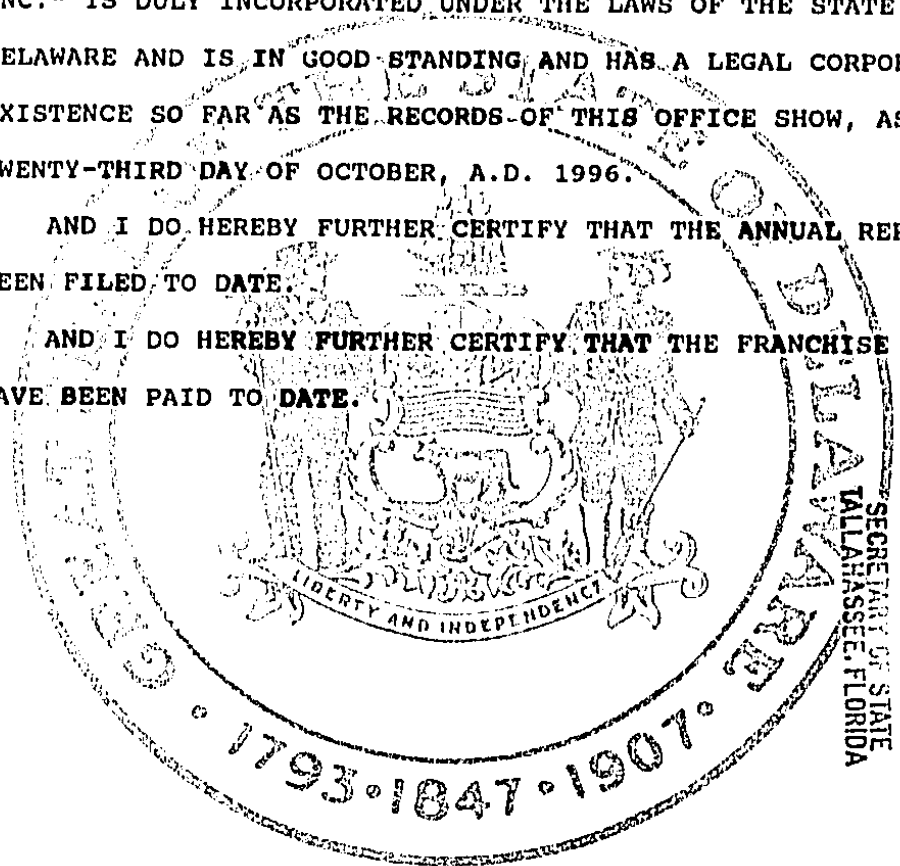
State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CHANCELLOR CAPITAL MANAGEMENT, 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 TWENTY-THIRD DAY OF OCTOBER, A.D. 1996.

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

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



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 OCT 25 PM 1:34

FILED



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

0787671 8300

DATE:

8159035

960308352

10-23-96

Document Number Only

F96000005548

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name

TALLAHASSEE, FL 32301

Address

222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

100002178121--5
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*****87.50 *****87.50

Chancellor Capital Management, Inc.

97 MAY 14 PM 2:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

- ☐ Profit ☐ NonProfit ☐ Limited Liability Co. ☐ Foreign ☐ Amendment ☒ Dissolution/Withdrawal ☐ Merger ☐ Mark ☐ Limited Partnership ☐ Reinstatement ☐ Annual Report ☐ Reservation ☐ Other ☐ Change of R.A. ☐ Fictitious Name Filing ☒ Certified Copy ☐ Photo Copies ☐ CUS ☐ Call When Ready ☒ Walk In ☐ Mail Out ☐ Call if Problem ☐ Will Wait ☐ After 4:30 ☒ Pick Up

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| Acknowledgment |
| W.P. Verifier |

CR2E031 (1-89)

5/14

5/14

Jon Withdrawal
CC

97 MAY 14 AM 11:12
DIVISION OF CORPORATION
RECEIVED

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF AUTHORITY
TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA**

Chancellor Capital Management, Inc.

(Name of Corporation)

Delaware

(Incorporated Under Laws Of)

97 MAY 14 PM 2:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

Chancellor LGT Asset Management, Inc.
1166 Avenue of the Americas

(Mailing Address)

New York NY 10036

(City - State - Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.



Signature

May 5, 1997

Date

Julio Garcia

Typed or printed name

VP - Finance

Title