

F97000005605

HOLLAND & KNIGHT
Requestor's Name
315 SOUTH CALHOUN STREET
Address
Tallahassee, Florida 32301
City/State/Zip Phone #
224-7000

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. First Chicago NBD Investment Services, Inc.
(Corporation Name) (Document #)
2. _____ (Corporation Name) (Document #) W97-22118
3. _____ (Corporation Name) (Document #) p. 532
4. _____ (Corporation Name) (Document #)

- ☒ Walk in ☒ Pick up time 11:15 ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☒ Certificate of Status

NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other <u>2</u>

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 23 PM 3:54
10/23

Examiner's Initials	
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TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: First Chicago NBD Investment Services, 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:

Diane Ichihashi

(Name of Person)

First Chicago NBD Investment Services, Inc.

(Firm/Company)

One First National Plaza, Suite 0849

(Address)

Chicago, IL 60670-0849

(City/State/Zip)

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

Diane Ichihashi at (312) 732-2580

(Name of Person)

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
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



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 26, 1997

HOLLAND & KNIGHT
315 SOUTH CALHOUN STREET
TALLAHASSEE, FL 32301

Corrected

SUBJECT: FIRST CHICAGO NBD INVESTMENT SERVICES, INC.
Ref. Number: W97000022118

We have received your document for FIRST CHICAGO NBD INVESTMENT SERVICES, INC. and your check(s) totaling \$131.25. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business in Florida prior to qualification and the appropriate charter tax and annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. Please complete the enclosed form INHSE37 and contact this office for the charter tax due. The amount entitled this office in annual report fees and penalty fees is \$12,346.25.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

Please list the Federal Employer Identification number in the appropriate section of the application. If applied for, enter "applied for", or if not applicable, enter "N/A".

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 497A00047657

AFFIDAVIT

STATE OF ILLINOIS

COUNTY OF COOK

I hereby certify that on this day before me, the undersigned notary public authorized in the state and county named above to administer oaths and take acknowledgments, personally appeared Diane Ichihashi, Vice President and Compliance Officer, First Chicago NBD Investment Services, Inc., being by me first duly sworn, says upon oath as stated below.

1. My name is Diane Ichihashi, and I am the Vice President and Compliance Officer of First Chicago NBD Investment Services, Inc. ("First Chicago" or the "Company"). This affidavit is given in support of First Chicago's application to the Florida Department of State, Division of Corporations (the "Application"), for authorization to conduct business in Florida as a foreign corporation (**Ref. Number: W97000022118**).

2. The Company is a Delaware corporation with its principal offices in Chicago, Illinois, and is registered with the United States Securities and Exchange Commission and the Florida Department of Banking and Finance, Division of Securities and Investor Protection, as a securities broker-dealer. First Chicago solicits and receives orders for securities transactions by mail, telephone, and other means of interstate commerce from persons located in Florida; however, all such orders are accepted and processed in Illinois. The Company does not maintain offices in Florida.

3. Erroneous information was listed on the Application. In response to Question 6, it was incorrectly stated that the Company first transacted business in Florida on September 25, 1986. This date, however, was **not** the date on which First Chicago first transacted business in Florida; instead, it was the date on which First Chicago first registered with the Florida Department of Banking and Finance, Division of Securities and Investor Protection, as a securities broker-dealer. In fact, the Company has not to date transacted business in Florida because, pursuant to Section 607.1501(2), Florida Statutes, the activities of First Chicago do not constitute transacting business within the meaning of Section 607.1501(1).


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DIVISION OF CORPORATIONS
9:00 PM 3:34

4. The Company has filed the Application with the Florida Department of State, Division of Corporations because it desires to establish and maintain a branch office of First Chicago in Florida, and thereby begin to transact business within the state.

Diane Ichihashi
Diane Ichihashi

Sworn to and subscribed before me this 21 day of October, 1997, by Diane Ichihashi, Vice President and Compliance Officer, First Chicago NBD Investment Services, Inc., who is personally known to me or who has produced _____ as identification.




Notary Public
GREGORY T. POWELL
2-01-99

My commission expires:

(print/type name of Notary)
Commission Number: _____

**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. First Chicago NBD Investment Services, 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. 36-3414092
(FBI number, if applicable)

4. 11/15/85
(Date of incorporation)

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

6. 09/25/86
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. One First National Plaza, Suite 0849

Chicago, IL 60670
(Current mailing address)

8. Broker/Dealer
(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 or Mail Drop Box **NOT** acceptable)

Name: Richard Penix

Office Address: 4901 Tamiami Trail N.

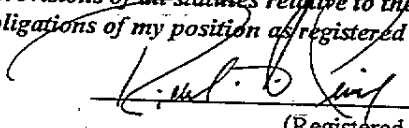
Naples

Florida, 34102

(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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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 23 PM 3:54

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)

Director
Chairman: Stephen J. Baine

Address: 808 Hill Road, Winnetka, IL 60093

Director

Vice Chairman: Marion R. Foote

Address: 1209 N. Astor

Chicago, IL 60611

Director: Thomas E. Gilbertson

Address: One First National Plaza, Suite 0849

Chicago, IL 60670-0849

Director: Gary E. Johnson

Address: One First National Plaza, Suite 0849

Chicago, IL 60670-0849

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

Director &
President: Richard K. Hawes

Address: 1181 Timber Lane

Lake Forest, IL 60045

Director: William J. Hagenah

Address: 315 Warwick Road

Kenilworth, IL 60043

Secretary: Sandra Caruba

Address: 271 Westbrook Circle

Naperville, IL 60565

Treasurer:

Address:

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.

Sandra L. Caruba, Secretary

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

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SECRETARY OF CORPORATIONS
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97 OCT 23 PM 3:54

ADDENDUM

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Charles W. Shoemaker

Address: 271 Westbrook Circle

Naperville, IL 60565

Director: _____

Address: _____

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DIVISION OF CORPORATIONS
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B. OFFICERS (Street address only - P.O. Box **NOT** acceptable)

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.

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

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

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 "FIRST CHICAGO NBD INVESTMENT SERVICES, 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 SEPTEMBER, A.D. 1997.

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

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



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

8663493

09-23-97

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