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F98000002630

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

400002516364--6

-05/08/98--01060--011

*****70.00 *****70.00

CORPORATION(S) NAME

Dain Bauscher Incorporated

98 MAY -8 PM 11:46

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☒ Profit

☐ NonProfit

☐ Limited Liability Co.

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other UCC Filing

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Fic. Name

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CR2E031 (1-89)

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. Dain Rauscher Incorporated
(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. Minnesota
(State or country under the law of which it is incorporated)
3. 41-1416330
(FEI number, if applicable)
4. December 29, 1981
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. 60 South Sixth Street, Minneapolis, Minnesota 55402
(Current mailing address)
8. Securities brokerage
(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)

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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 obligation of my position as registered agent.

C T Corporation System

Michael Justesen
(Registered agent's signature) (Officer)

Michele Justesen, Asst. Secy.
(Type Name and Title of Officer)

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: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

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. Bentley J. Anderson, Assistant Secretary

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

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ATTACHMENT

DAIN RAUSCHER INCORPORATED (a Minnesota Corporation)

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Irving Weiser	Chief Executive Officer, President and Chairman of the Board	60 South Sixth Street Minneapolis, MN 55402
John C. Appel	Chief Financial Officer and Director	60 South Sixth Street Minneapolis, MN 55402
Ronald A. Tschetter	Senior Executive Vice President and Director	60 South Sixth Street Minneapolis, MN 55402
Nelson D. Civello	Senior Executive Vice President and Director	60 South Sixth Street Minneapolis, MN 55402
Scott J. Spiker	Senior Executive Vice President and Director	60 South Sixth Street Minneapolis, MN 55402
Kenneth J. Wessels	Senior Executive Vice President and Director	60 South Sixth Street Minneapolis, MN 55402
Carla J. Smith	Secretary	60 South Sixth Street Minneapolis, MN 55402
Bentley J. Anderson	Assistant Secretary	60 South Sixth Street Minneapolis, MN 55402

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State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

I, Joan Anderson Grove, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

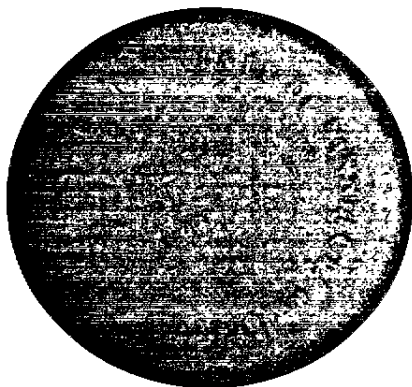
Name: Dain Rauscher Incorporated

Date Formed: 12/29/1981

Chapter Governed By: 302A

This certificate has been issued on 05/07/98.

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Joan Anderson Grove
Secretary of State.