

Document Number Only

F98000002726

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

400002521944--1
-05/13/98--01075--006
*****70.00 *****70.00

05/13

Invesco Funds Group, Inc.

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98 MAY 13 PM 1:00

- Profit
- NonProfit
- Limited Liability Co.
- Foreign
- Amendment
- Merger
- Dissolution/Withdrawal
- Mark
- Limited Partnership
- Annual Report
- Other
- Reinstatement
- Name Registration
- Change of R.A.
- Fictitious Name
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MAY 13 1998

Thanks,
Jeff

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MAY 13 1998
CORPORATION DIVISION

**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. INVESCO Funds Group, 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. 84-0235630 (FEI number, if applicable)

4. January 14, 1932 (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. 7800 East Union Avenue, Denver, Colorado 80237
(Current mailing address)

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8. Creating, distributing and managing, through service and advice, investment products, primarily mutual funds, used by individuals and institutions.
(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 obligation of my position as registered agent.

C T Corporation System

Marcia J. Sunahara

(Registered agent's signature) (Officer)

Marcia J. Sunahara, Asst. Vice Pres.

(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. *Glen A. Payne*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Glen A. Payne, Secretary
(Typed or printed name and capacity of person signing application)

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INVESCO FUNDS GROUP, INC.
OFFICERS AND DIRECTORS

MARK HURST WILLIAMSON - PRESIDENT, CHIEF EXECUTIVE OFFICER & OTHER DIRECTOR

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 5400 South Park Terrace Street, #22-201
Greenwood Village, Colorado 80111
Social Security No: 262-96-5950

DAN JOHN HESSER - CHAIRMAN OF THE BOARD

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 3892 S. Grape
Denver, Colorado 80237
Social Security No.: 513-36-0375

WILLIAM JOSEPH GALVIN, JR. - SENIOR VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 9485 Princeton Circle
Highlands Ranch, Colorado 80126
Social Security No.: 019-46-6421

RONALD LYN GROOMS - SENIOR VICE PRESIDENT & TREASURER

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 50 Charlou Circle
Englewood, Colorado 80111
Social Security No.: 447-44-0789

GREGORY EDWARD HYDE - SENIOR VICE PRESIDENT, INTERMEDIARY MARKETING AND SALES

Business: 7800 E. Union Avenue
Denver, Colorado 80237
Residence: 3 Mule Deer Trail
Littleton, Colorado 80127
Social Security No.: 215-58-0555

DANIEL BOONE LEONARD - SENIOR VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 7761 S. Uravan Court
Aurora, Colorado 80016
Social Security No.: 044-28-6642

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CHARLES PETER MAYER - SENIOR VICE PRESIDENT & OTHER DIRECTOR

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 5557 E. Mineral Place
Littleton, Colorado 80122
Social Security No.: 107-40-7908

TIMOTHY JOHN MILLER - SENIOR VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 6906 South Platte Canyon Road
Littleton, Colorado 80123
Social Security No.: 499-68-1702

DONOVAN JERALD (JERRY) PAUL - SENIOR VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 5442 S. Dayton Court
Englewood, Colorado 80111
Social Security No.: 479-72-8569

GLEN ALAN PAYNE - SENIOR VICE PRESIDENT, SECRETARY & GENERAL COUNSEL

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 7735 S. Forest Street
Littleton, Colorado 80122
Social Security No.: 080-40-6863

JOHN RICHARD SCHROER II - SENIOR VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 8644 S. Forrest Drive,
Highlands Ranch, Colorado 80126
Social Security No.: 394-54-8244

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DARRYL CRAIG CELKUPA - VICE PRESIDENT, STRATEGIC MARKETING

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 1279 Rawhide Circle
Elizabeth Colorado 80107
Social Security No.: 079-66-8128

INGEBORG SIEG COSBY - VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 8475 East Otero Lane
Englewood, Colorado 80112
Social Security No.: 098-34-8548

ELROY EARL FRYE, JR. - VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 639 Birch Street
Denver, Colorado 80220
Social Security No.: 492-48-0107

LINDA JEAN GIEGER - VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 10558 Stonewillow Drive
Parker, Colorado 80134
Social Security No.: 481-62-3832

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MARK DAVID GREENBERG - VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 620 Vine Street
Denver, Colorado 80206
Social Security No.: 507-60-2444

GERARD FRANCIS HALLAREN, JR. - VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 6185 S. Coventry Lane West
Littleton, Colorado 80123
Social Security No.: 027-46-5612

RICHARD RAY HINDERLIE - VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 835 South Jackson
Denver, Colorado 80209
Social Security No.: 531-44-0330

THOMAS MICHAEL HURLEY - VICE PRESIDENT, DATABASE MARKETING & RESEARCH

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 2231 Indian Paintbrush Drive
Highlands Ranch, Colorado 80126
Social Security No.: 133-56-2947

PATRICIA FRANCES JOHNSTON - VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 729 10th Avenue
Denver, Colorado 80203
Social Security No.: 562-94-3852

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JAMES FRANK LUMMANICK - VICE PRESIDENT & ASSISTANT GENERAL COUNSEL

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 19 North Ranch Road
Littleton, Colorado 80127
Social Security No.: 294-44-8566

THOMAS ANDREW MANTONE, JR. - VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 21861 Unbridled Avenue
Parker, Colorado 80134
Social Security No.: 108-40-5953

TRENT EDWARD MAY - VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 1951 West Dry Creek Road
Littleton, Colorado 80120
Social Security No.: 523-15-3944

FREDERICK R. (FRITZ) MEYER - VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 336 Marion Street
Denver, Colorado 80218
Social Security No.: 398-44-3421

JEFFREY GLENN MORRIS - VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 10479 Winterflower Way
Parker, Colorado 80134
Social Security No.: 030-46-2712

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LAURA MULVANY PARSONS - VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 9006 South Laurel Court
Highlands Ranch, Colorado 80126
Social Security No.: 515-66-5746

PAMELA JEAN PIRO - VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 5471 Antler Run
Littleton, Colorado 80125
Social Security No.: 517-92-6503

DON THOMAS PECK - VICE PRESIDENT, NATIONAL SALES MANAGER

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 798 Soda Creek Drive
Evergreen, Colorado 80439
Social Security No.: 077-36-9475

GARY J. RULH - VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 6023 East Kettle Place
Englewood, Colorado 80112
Social Security No.: 437-90-4736

JOHN STODDART SEGNER - VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: P.O. Box 370454
Denver, Colorado 80237
Social Security No.: 444-48-3814

TERRI BERG SMITH - VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 9771 South Millstone Court
Littleton, Colorado 80126
Social Security No.: 515-72-6629

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ALAN IRA WATSON - VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 3581 South Spruce Street
Denver, Colorado 80237
Social Security No.: 521-56-0387

JUDY PAULETTE WIESE - VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 6278 Depew Street
Arvada, Colorado 80003
Social Security No.: 524-66-4046

ALLYSON BOWEN ZOELLNER - VICE PRESIDENT, COMMUNICATIONS

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 16915 East Costilla Avenue
Foxfield-Aurora, Colorado 80016
Social Security No.: 522-88-5488

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RONALD CHRISTOPHER LIVELY - SENIOR REGIONAL VICE PRESIDENT

Business: 17406 Brown Road
Odessa, Florida 33556 813-926-2674
Residence: 17406 Brown Road
Odessa, Florida 33556 813-926-2674
Social Security No.: 253-06-8895

SCOTT EDMAN STAPLEY - SENIOR REGIONAL VICE PRESIDENT

Business: 1615 Arch Bay Drive
Newport Beach, California 92660 714-644-5022
Residence: 1615 Arch Bay Drive
Newport Beach, California 92660 714-644-0504
Social Security No.: 529-84-8328

DAVID BRUCE McELROY - REGIONAL VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237 303-930-6300
Residence: 10219 Meadow Lake Lane
Houston, Texas 77042 713-626-9241
Social Security No.: 421-98-4798

RYLAND KNIGHT PRUETT, JR. - REGIONAL VICE PRESIDENT

Business: 2337 Mirow Place
Charlotte, North Carolina 28270 704-844-8962
Residence: 2337 Mirow Place
Charlotte, North Carolina 28270 704-844-8929
Social Security No.: 242-85-9382

THOMAS HURLEY SCANLAN - REGIONAL VICE PRESIDENT

Business: 12028 Edgepark Court
Potomac, Maryland 20854 301-424-5896
Residence: 12028 Edgepark Court
Potomac, Maryland 20854 301-762-5223
Social Security No.: 217-70-6275

MICHAEL DAVID LEGOSKI - ASSISTANT VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 11028 South Schweigert Avenue
Conifer, Colorado 80433
Social Security No.: 523-62-6609

STEPHEN ALFRED MORAN - ASSISTANT VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 5686 South Galena Street

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Englewood, Colorado 80111
Social Security No.: 041-62-7764

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DONALD RAY PADDACK - ASSISTANT VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 9503 S. Bexley Drive
Highlands Ranch, Colorado 80126
Social Security No.: 573-06-5943

**KENT THOMAS SCHMECKPEPER - ASSISTANT VICE PRESIDENT-ACCOUNT RELATIONSHIP
MANAGER**

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 9123 E. Mississippi Ave., #24-103
Denver, Colorado 80231
Social Security No.: 223-82-6129

TANE' THERE'SE TYLER - ASSISTANT VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 9653 S. Castle Ridge Circle
Highlands Ranch, Colorado 80216
Social Security No.: 522-92-5490

JERALDINE ELIZABETH KRAUS - ASSISTANT SECRETARY

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: 3301 Weld County Road 41
Hudson, Colorado 80642
Social Security No.: 520-48-0331

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**INVESCO RETIREMENT PLAN SERVICES' DIVISION
OF INVESCO FUNDS GROUP, INC.**

ROBERT JOSEPH O'CONNOR - CEO

Business: INVESCO Retirement Plan Services,
1201 Peachtree Street, N.E.
Atlanta, Georgia 30361
Residence: 6010 Carlisle Lane
Alpharetta, Georgia 30202
Social Security No.: 023-30-9540

SCOTT PATRICK BROGAN - SENIOR VICE PRESIDENT

Business: 1201 Peachtree Street, N.E.
Atlanta, Georgia 30361
Residence: 2188 Major Loring Way
Marietta, Georgia 30064
Social Security No.: 019-52-0529

MARK ANTHONY COX - SENIOR VICE PRESIDENT

Business: 1201 Peachtree Street, N.E.
Atlanta, Georgia 30361
Residence: 3721 Bays Ferry Way
Marietta, Georgia 30062
Social Security No.: 220-70-1803

JOSEPH BRIAN JENNINGS - SENIOR VICE PRESIDENT

Business: 1201 Peachtree Street, N.E.
Atlanta, Georgia 30361
Residence: 2825 Laurel Green Court
Roswell, Georgia 30076
Social Security No.: 217-82-5660

MARK ASHLEY JONES - SENIOR VICE PRESIDENT

Business: 1201 Peachtree Street, N.E.
Atlanta, Georgia 30361
Residence: 128 Superior Avenue
Decatur, Georgia 30030
Social Security No.: 258-13-6631

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BARBARA LYNN MARCH - SENIOR VICE PRESIDENT

Business: 1201 Peachtree Street, N.E.
Atlanta, Georgia 30361
Residence: 1416 Brookhaven Circle, N.E.
Atlanta, Georgia 30319
Social Security No.: 559-31-3106

ROBERT DALE (TOBY) CROMWELL - REGIONAL VICE PRESIDENT

Business: 7800 East Union Avenue
Denver, Colorado 80237
Residence: P.O. Box 639, 5095 Horseshoe Trail
Sedalia, Colorado 80135
Social Security No.: 524-19-8708

LEO WILLIAM CULLEN - REGIONAL VICE PRESIDENT

Business: 101 Federal Street
Boston, Massachusetts 02110
Residence: 25 Howe Street
Medway, Massachusetts 02053
Social Security No.: 022-38-6972

DOUGLAS PAUL DOHM - REGIONAL VICE PRESIDENT

Business: 1201 Peachtree Street, N.E.
Atlanta, Georgia 30361
Residence: 11895 Carriage Park Lane
Duluth, Georgia 30155
Social security No.: 303-76-374

RAYANE SHERRY CLARK - VICE PRESIDENT, DEFINED CONTRIBUTIONS OPERATION

Business: 1201 Peachtree Street, N.E.
Atlanta, Georgia 30361
Residence: 2121 Brookhaven View
Atlanta, Georgia 30319
Social Security No.: 212-80-9917

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FREDRICK WEBSTER BRALEY - CHIEF FINANCIAL OFFICER & TREASURER

Business: 1201 Peachtree Street, N.E.
Atlanta, Georgia 30361
Residence: 435 Whispering Wind Lane
Alpharetta, Georgia 30202
Social Security No.: 023-44-8227

ROBERT ERIC STARR - SECRETARY & GENERAL COUNSEL

Business: 1201 Peachtree Street, N.E.
Atlanta, Georgia 30316
Residence: 1280 W. Peachtree Street, N.W.
#1407, Atlanta, Georgia 30309
Social Security No.: 521-31-6559

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SECRETARY OF STATE
DIVISION OF CONFERENCE
98 MAY 13 PM 1:01

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INVESCO FUNDS GROUP, 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 ELEVENTH DAY OF MAY, A.D. 1998.

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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 13 PM 1:01



Edward J. Freel

Edward J. Freel, Secretary of State

0308125 8300

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AUTHENTICATION:

9074149

DATE:

05-11-98