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REFERENCE : 069423 4320229

AUTHORIZATION :

Patricia Pizette

COST LIMIT : \$ 70.00

ORDER DATE : December 17, 1998

ORDER TIME : 12:02 PM

ORDER NO. : 069423-005

CUSTOMER NO: 4320229

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CUSTOMER: Kelly A. Howley, Paralegal
Kilpatrick Stockton, LLP
1100 Peachtree Street
Suite 2800
Atlanta, GA 30309

FILED
98 DEC 18 PM 3:18
TALLAHASSEE FLORIDA
4/2/18

FOREIGN FILINGS

NAME: ING U.S. - RESIDENTIAL FUND,
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea

RECEIVED
98 DEC 18 PM 1:09
CIVIL 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. ING U.S. - RESIDENTIAL FUND, 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 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 11/24/98 5. perpetual
(Date of Incorporation) (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 817.155, F.S.))

7. 601 13th Street, N.W., Suite 450 North
Washington, D.C. 20005
(Current mailing address)

To engage in any lawful act or activity to which the company may be authorized under the general corporate laws of the State of Delaware.
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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301
(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.

Corporation Service Company
By: Laura R. Ours
(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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FLORIDA

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: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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TALLAHASSEE FLORIDA

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

13. Robert L. Blair

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

14. Robert L. Blair Treasurer

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

ING U.S. - RESIDENTIAL FUND, INC.

Officers and Directors

<u>Name:</u>	<u>Title:</u>	<u>Address:</u>
Jan D. Doets	President and Director	601 13th Street, N.W. Suite 450 North Washington, D.C. 20005
A. Wilhelm Veenhuysen	Executive Vice President	601 13th Street, N.W. Suite 450 North Washington, D.C. 20005
Jeffry R. Dwyer	Secretary and Director	601 13th Street, N.W. Suite 450 North Washington, D.C. 20005
Robert L. Blair	Treasurer	601 13th Street, N.W. Suite 450 North Washington, D.C. 20005
Herman van den Berg	Director	601 13th Street, N.W. Suite 450 North Washington, D.C. 20005
Hans van der Werf	Director	601 13th Street, N.W. Suite 450 North Washington, D.C. 20005

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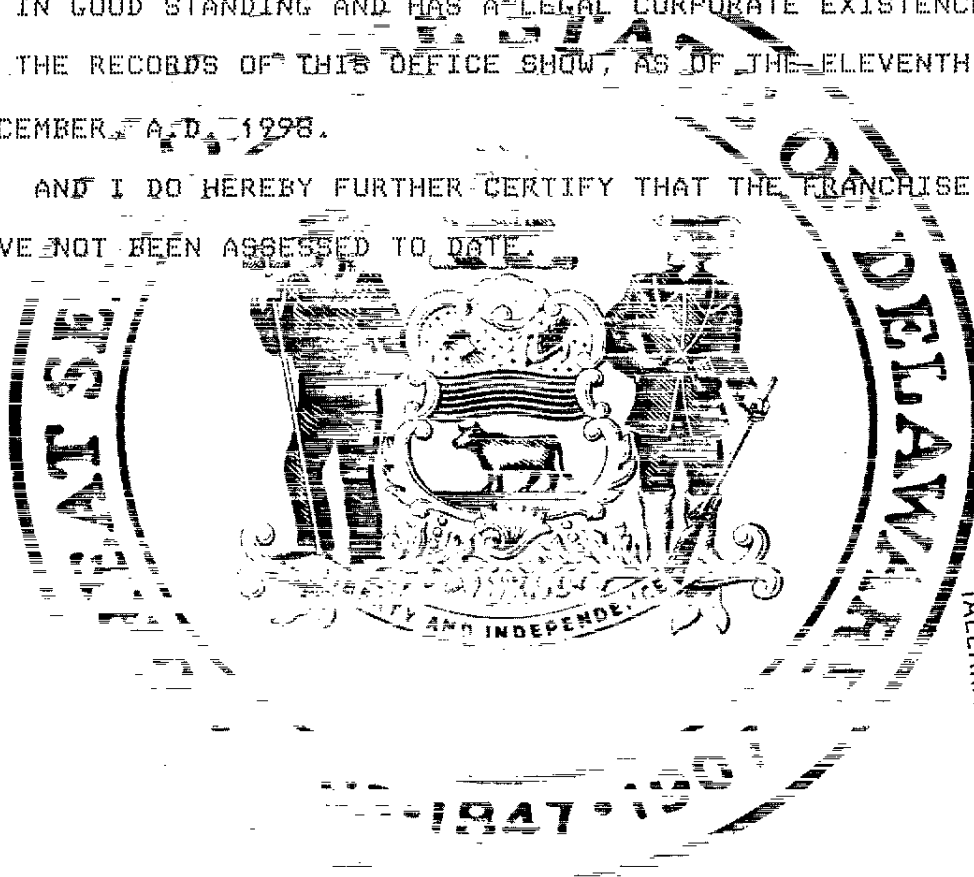
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ING U.S. - RESIDENTIAL FUND, 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 DECEMBER, A.D., 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



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SECRETARY OF STATE
TALLAHASSEE FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

2970441 8300

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AUTHENTICATION:

9456871

DATE:

12-11-98