

Document Number Only

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

904-222-1092

CORPORATION(S) NAME

700002931087--0

-07/14/99-01019-022

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

Bank One Capital Markets, Inc.

99 JUL 14 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

7/14

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Fictitious Name

☐ Certified Copy

☐ Photo Copies

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Jeff Netherton

7-14-99

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED

**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. Banc One Capital Markets, 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. 36-3595942
(FEI number, if applicable)
4. April 5, 1988
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. April 1, 1999
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. One First National Plaza, Chicago, Illinois 60670

(Current mailing address)
8. See attached purpose clause
(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


(Registered agent's Signature) (Officer)

Jeffrey R. Graves
(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 See attached

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Robert T. Coats, Jr.

Address: One First National Plaza

Chicago, Illinois 60670

First Vice President : Patricia L. Nazar

Address: One First National Plaza

Chicago, Illinois 60670

Secretary: John R. McCulloh

Address: One First National Plaza

Chicago, Illinois 60670

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Chief Financial Officer, James B. Addison

Address: One First National Plaza

Chicago, Illinois 60670

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. Robert T. Coats, Jr., President

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

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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Purpose Clause of
Banc One Capital Markets, Inc.**

Banc One Capital Markets, Inc. ("BOCM") is a registered broker-dealer which underwrites and trades, primarily, fixed income products including municipal, corporate, asset-backed, agency and U.S. government bonds. BOCM also provides investment and financial advisory services.

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**Officers of
Banc One Capital Markets, Inc.**

1. Robert T. Coats, Jr., President
One First National Plaza
Chicago, Illinois 60670
2. John R. McCulloh, Secretary
One First National Plaza
Chicago, Illinois 60670
3. Patricia L. Nazar, Senior Vice President
One First National Plaza
Chicago, Illinois 60670
4. James B. Addison, Chief Financial Officer
One First National Plaza
Chicago, Illinois 60670

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BANC ONE CAPITAL MARKETS, INC.
BOARD OF DIRECTORS

<u>Director</u>	<u>Title</u>	<u>Address</u>
F. Gerald Byrne	Director	One First National Plaza Chicago, IL 60670
Robert T. Coats, Jr.	Director	One First National Plaza Chicago, IL 60670
Robert J. Patterson	Director	One First National Plaza Chicago, IL 60670
Nick G. Preda	Director	One First National Plaza Chicago, IL 60670
William C. Roney, III	Director	One First National Plaza Chicago, IL 60670
Jacqueline A. Hurlbutt	Director	One First National Plaza Chicago, IL 60670
Richard W. Morton	Director	One First National Plaza Chicago, IL 60670

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BANC ONE CAPITAL MARKETS, 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 THIRTEENTH DAY OF JULY, A.D. 1999.

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.

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TALLAHASSEE FLORIDA



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Edward J. Freel, Secretary of State

9861689

AUTHENTICATION:

DATE:

07-13-99