

AmSouth Bank
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Office of General Counsel

AMSOUTH

Pamela R. Welch
Senior Paralegal, Law Department
721 AmSouth Center, 315 Deaderick Street
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March 22, 2001

Florida Department of State
Corporate Filings
PO Box 6327
Tallahassee, FL 32314

700003923647--9
-03/28/01-01049-011
****125.00 ****125.00

RE: AmSouth Investment Management Company LLC

Dear Sir:

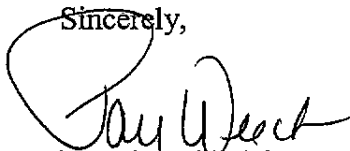
Please find enclosed the following documents submitted on behalf of the above named company to apply for a Certificate of Authority to transact business in the State of Florida.

1. Application by Foreign Limited Liability Company;
2. Certificate of Designation of Registered Agent;
3. Certificate of Existence from the Alabama Secretary of State dated March 13, 2001;
4. Our check in the amount of \$125 payable to your office.

FILED
MAR 28 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Should any questions or problems arise, please contact me at the number above. Please return the Certificate of Authority to me in the enclosed self addressed stamped envelope.

Sincerely,


Pamela R. Welch
Senior Paralegal

Enclosures: as stated above

cc: John Travis
Carl Gorday, Esq.

M01-724
OR

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:

1. AmSouth Investment Management Company LLC
(Name of foreign limited liability company)

2. Alabama 3. _____
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. March 1, 2001 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. March 1, 2001
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 1901 Sixth Avenue North, Suite 620
Birmingham, AL 35203
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

Brian B. Sullivan, Pres. and Manager, 1901 Sixth Avenue North, Suite 620, Birmingham, AL 35203

Frederick S. Crown, Jr. Vice Pres and Manager, 721 AmSouth Center, 315 Deaderick Street
Nashville, TN 37237

John W. Travis, Secretary and Manager, 721 AmSouth Center, 315 Deaderick Street, Nashville, TN 37237

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: _____

Registered Investment Advisor

John W. Travis
Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

John W. Travis, Manager and Secretary
Typed or printed name of signee

FILED
01 MAR 26 PM 5:00
SECRETARY OF STATE
TOLSON

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

AmSouth Investment Management Company LLC

2. The name and the Florida street address of the registered agent and office are:

CT Corporation System

(Name)

1200 South Pine Island

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Plantation

FL

33324

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..

(Signature)

**JENNIFER FAULTMAN
ASSISTANT SECRETARY**

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

FILED
01 MAR 28 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the domestic corporate records on file in this office disclose that AmSouth Investment Management Company LLC organized in the office of the Judge of Probate of Jefferson County on March 1, 2001. I further certify that the records do not disclose that said AmSouth Investment Management Company LLC has been dissolved.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

03/13/01

Date

A handwritten signature in cursive script, reading 'Jim Bennett'.

Jim Bennett

Secretary of State