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4/28/2015 3:58:00 AM From: No. 850163871/6
Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
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From:

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Phone : (850) 205-8842
Fax Number : (850) 878-5368

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Email Address: _____

Foreign Limited Liability Company
PricewaterhouseCoopers Advisory Services LLC

Certificate of Status	0
Certified Copy	0
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TALLAHASSEE, FLORIDA

K. SALY
EXAMINER
APR 29 2015

15 APR 28 11:10:00

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COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: PricewaterhouseCoopers Advisory Services LLC

Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Jackeline Marroquin

Name of Person

PricewaterhouseCoopers LLP

Firm/Company

300 Madison Avenue

Address

New York, New York 10017

City/State and Zip Code

jackeline.marroquin@us.pwc.com

E-mail address; (to be used for future annual report notification)

For further information concerning this matter, please call:

Jackeline Marroquin

Name of Contact Person

at (646) 471 1121

Area Code

Daytime Telephone Number

MAILING ADDRESS:

Division of Corporations
Registration Section
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:

Division of Corporations
Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

☐ \$125.00 Filing Fee

☐ \$130.00 Filing Fee &
Certificate of Status

☐ \$155.00 Filing Fee &
Certified Copy

☐ \$160.00 Filing Fee, Certificate
of Status & Certified Copy

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

**IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A
FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:**

1. PricewaterhouseCoopers Advisory Services LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida. The alternate name must include "Limited Liability Company," "L.L.C.," or "LLC.")

2. Delaware 3. 46-4958214
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. Upon Qualification
(Date first transacted business in Florida, if prior to registration.)
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

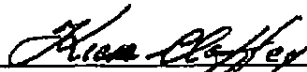
5. 300 Madison Avenue, New York, NY 10017
(Street Address of Principal Office)

6. Same
(Mailing Address)

7. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:

SEE ATTACHMENT

8. 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)



Signature of an authorized person

(In accordance with section 605.0203, F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s 817.155, F.S.)

Kieran Claffey - Partner

Typed or printed name of signee

**PricewaterhouseCoopers Advisory Services LLC
List of Managers
Attachment to Application for Registration
April 2015**

FILED
2015 APR 28 AM 11:22
RECEIVED
CLERK OF CIRCUIT COURT
TALLAHASSEE, FLORIDA

Miles E. Everson
President
300 Madison Avenue
New York, New York 10017

Dana P. McIlwain
Vice President
300 Madison Avenue
New York, New York 10017

Joseph W. Duffy
Vice President
300 Madison Avenue
New York, New York 10017

Keith S. Wishon
Vice President
601 South Figueroa Street
Los Angeles, California 90017

Michael L. Koehneman
Vice President
300 Madison Avenue
New York, New York 10017

Joseph R. Gattone, Sr.
Treasurer
One North Wacker
Chicago, Illinois 60606

Karen K. Covington
Assistant Treasurer
4040 W. Boy Scout Boulevard
Tampa, Florida 33607

Patricia F. Brandt
Secretary
300 Madison Avenue
New York, New York 10017

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

PURSUANT TO THE PROVISIONS OF SECTION 605.0113 or 605.0902 (1)(d), 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:

PricewaterhouseCoopers Advisory Services LLC

If unavailable, the alternate to be used in the state of Florida is:

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

C T Corporation System
(Name)

1200 South Pine Island Road
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 605, Florida Statutes.

C T Corporation System

By:

Carrie Bunge
(Signature)

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

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PRICewaterhouseCOOPERS ADVISORY SERVICES LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SEVENTH DAY OF APRIL, A.D. 2015.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PRICewaterhouseCOOPERS ADVISORY SERVICES LLC" WAS FORMED ON THE TWENTY-SIXTH DAY OF FEBRUARY, A.D. 2014.

5498744 8300

150569108

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2324178

DATE: 04-27-15