

# P22363

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

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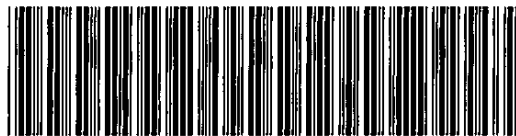
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Name

Change 12/20

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** INVESCO Institutional (N.A.), Inc.  
(Name of Corporation)

**DOCUMENT NUMBER:** P22363

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Vera Johnson  
(Name of Contact Person)

Invesco Institutional (N.A.), Inc.  
(Firm/Company)

1360 Peachtree Street, Suite 100  
(Address)

Atlanta, Georgia 30309  
(City/State and Zip Code)

For further information concerning this matter, please call:

Vera Johnson at ( 404 ) 439-3407  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

\$35.00 Filing Fee

\$43.75 Filing Fee & Certificate of Status

\$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)

\$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

**Mailing Address:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

P22363  
(Document number of corporation (if known))

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. INVESCO Institutional (N.A.), Inc.  
(Name of corporation as it appears on the records of the Department of State)

2. Delaware (Incorporated under laws of)      3. 12/30/1998 (Date authorized to do business in Florida)

**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 12/11/2007


5. Invesco Institutional (N.A.), Inc.  
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.  
  
\_\_\_\_\_ (New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.  
  
\_\_\_\_\_ (New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

  
\_\_\_\_\_  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Kevin Lyman  
(Typed or printed name of person signing)

Assistant Secretary  
(Title of person signing)

# Delaware

PAGE 1

*The First State*

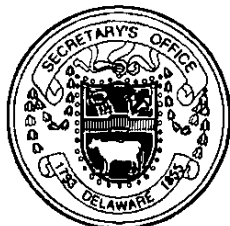
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "INVESCO INSTITUTIONAL (N.A.), INC.", FILED IN THIS OFFICE ON THE ELEVENTH DAY OF DECEMBER, A.D. 2007, AT 11:30 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2106698 8100

071308847

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

**AUTHENTICATION: 6232681**

**DATE: 12-12-07**

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 11:30 AM 12/11/2007  
FILED 11:30 AM 12/11/2007  
SRV 071308847 - 2106698 FILE

**CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
FOR  
INVESCO INSTITUTIONAL (N.A.), INC.**

INVESCO Institutional (N.A.), Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), **DOES HEREBY CERTIFY:**

**FIRST:** That at a meeting of the Board of Directors of INVESCO Institutional (N.A.), Inc., resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said Corporation, declaring said amendment to be advisable and calling a meeting of stockholders of said Corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

**RESOLVED,** that the Certificate of Incorporation of this Corporation be amended by changing the Article thereof numbered "**Article 1**" so that, as amended, said Article shall be and read in its entirety as follows:

The name of the Corporation is Invesco Institutional (N.A.), Inc.

**SECOND:** That thereafter, on November 27, 2007, the stockholder of the Corporation adopted the proposed amendment by written consent in accordance with Section 228 of the General Corporation Law of the State of Delaware.

**THIRD:** That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

**IN WITNESS WHEREOF,** INVESCO Institutional (N.A.), Inc. has caused this certificate to be signed by a duly authorized officer this 27<sup>th</sup> day of November, 2007.

INVESCO Institutional (N.A.), Inc.

  
Kevin Lyman, Assistant Secretary