

State of Idaho

Office of the Secretary of State

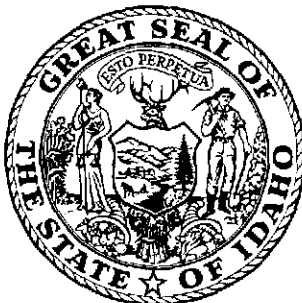
**CERTIFICATE OF REGISTRATION
OF
MORGAN STANLEY SERVICES GROUP INC.**

File Number C 208253

I, LAWERENCE DENNEY, Secretary of State of the State of Idaho, hereby certify that an application for Foreign Registration Statement, duly executed pursuant to the provisions of the Idaho Uniform Business Organization Code, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Registration to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: January 4, 2016



Lawrence Denney
SECRETARY OF STATE

By *[Signature]*



FOREIGN REGISTRATION STATEMENT

Title 30, Chapter 21, Idaho Code

Base Filing fee: \$100.00.

Complete and submit the form in duplicate.

2016 JAN -4 PM 2: 58

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the entity is: Morgan Stanley Services Group Inc.
2. The name which it shall use in Idaho is: _____
(Enter a name here, only if you are required to adopt an alternate name)
3. Select the type of entity you wish to register:

<input checked="" type="checkbox"/> Business Corporation	<input type="checkbox"/> General Partnership
<input type="checkbox"/> Nonprofit Corporation	<input type="checkbox"/> General Cooperative Association
<input type="checkbox"/> Limited Liability Partnership	<input type="checkbox"/> Limited Partnership (Including a limited liability limited partnership)
<input type="checkbox"/> Limited Liability Company	<input type="checkbox"/> Statutory Trust, Business Trust, or Common-law Business Trust
<input type="checkbox"/> Other: _____ (Provide unlisted foreign entity type here)	
4. Jurisdiction of formation: Delaware
(Provide the domestic jurisdiction where the entity was formed)
5. The address of its principal office is:
1585 Broadway, New York, NY 10036
 (Street Address) (City) (State) (Zipcode)
 (Mailing Address, if different) (City) (State) (Zipcode)
6. The address of its domestic principal office (if required by the laws of the jurisdiction of formation) is:
None
 (Street Address) (City) (State) (Zipcode)
 (Mailing Address, if different) (City) (State) (Zipcode)
7. The address to which correspondence should be addressed, if different from item 5, is:
1221 Avenue of the Americas, New York, NY 10020
 (Address) (City) (State) (Zipcode)
8. Name and street address of registered agent in Idaho:
C T Corporation System, 921 S Orchard Street, Suite G, Boise, Idaho 83705
 (Name) (Address) (City) (State) (Zipcode)
9. The name, capacity, and mailing address of at least one governor:
SEE ATTACHMENT
 (Name and capacity) (Address) (City) (State) (Zipcode)
 (Name and capacity) (Address) (City) (State) (Zipcode)
 (Name and capacity) (Address) (City) (State) (Zipcode)

Typed Name: Louis Palladino

Signature: _____

Capacity: Vice President

Secretary of State use only

IDAHO SECRETARY OF STATE

01/04/2016 05:00

CK: PREPAID CT: 278665 BH: 1506797
 1@ 100.00 = 100.00 FOR REG ST #2
 1@ 20.00 = 20.00 EXPEDITE C #3

C208253

MORGAN STANLEY SERVICES GROUP INC.

Directors and Officers

<u>Directors</u>		<u>Address</u>
Ethan J. Schiffman		1585 Broadway New York, NY 10036
Jessica Taylor		1585 Broadway New York, NY 10036

<u>Officers</u>	<u>Title</u>	<u>Address</u>
Jessica Taylor	President	1585 Broadway New York, NY 10036
Richard B. Chalker	Vice President	1585 Broadway New York, NY 10036
Cheryl Geremia	Vice President	1585 Broadway New York, NY 10036
Tushar Mehta	Vice President	1585 Broadway New York, NY 10036
Louis A. Palladino, Jr.	Vice President	1585 Broadway New York, NY 10036
Michael L. Poser	Vice President	1585 Broadway New York, NY 10036
David Ratnarajah	Vice President	1585 Broadway New York, NY 10036
Ethan J. Schiffman	Vice President	1585 Broadway New York, NY 10036
Robert A. Vesey	Treasurer	1585 Broadway New York, NY 10036
Aliah Greene	Assistant Treasurer	1585 Broadway New York, NY 10036
Jeanne E. Greeley O'Regan	Secretary	1585 Broadway New York, NY 10036

Officers**Title****Address****Margaret T. Dugan****Assistant Secretary****1585 Broadway
New York, NY 10036****Aaron Guth****Assistant Secretary****1585 Broadway
New York, NY 10036****Judith E. Powell****Assistant Secretary****1585 Broadway
New York, NY 10036****Jacob E. Tyler****Assistant Secretary****1585 Broadway
New York, NY 10036**

Delaware

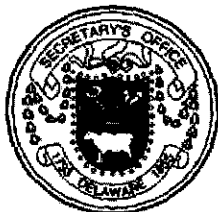
The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MORGAN STANLEY SERVICES GROUP 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 TWENTY-NINTH DAY OF DECEMBER, A.D. 2015.

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.



3978984 8300

SR# 20151561726

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

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 10697204

Date: 12-29-15