

State of Idaho

Office of the Secretary of State

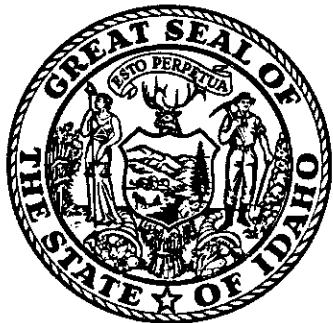
**CERTIFICATE OF AUTHORITY
OF
FRANK RUSSELL COMPANY**

File Number C 167962

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, 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 Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: July 20, 2006



Ben Ysursa

SECRETARY OF STATE

By *Kris Hunter*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2006 JUL 20 PM 12: 31

SECRETARY OF STATE
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is:

Frank Russell Company

2. The name which it shall use in Idaho is: N/A

3. It is incorporated under the laws of: Washington

4. Its date of incorporation is: March 24, 1982

5. The address of its principal office is:

909 A St., 11th Floor - Legal Dept., Tacoma, WA 98402 Attn: D. Thordarson

6. The address to which correspondence should be addressed, if different from item 5, is:

N/A

7. The street address of its registered office in Idaho is: 300 N. 6th St., Boise, ID 83701

and its registered agent in Idaho at that address is: CT Corporation System

8. The names and respective business addresses of its directors and officers are:

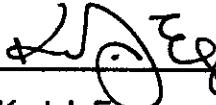
Name

Office

Address

See Attachment A

Dated: 14 Jul 06

Signature: 

Typed Name: Karl J. Ege

Capacity: Chief Legal Officer & Secretary

[The signer must be a director or an officer of the corporation.]

Customer Acct #:

(If using pre-paid account)

Secretary of State use only

Form#C0010000P
Rev06/20/2005

Web Form

IDAHO SECRETARY OF STATE
07/20/2006 05:00
CK: 298448 CT: 202575 BH: 965341
1 # 100.00 = 100.00 AUTH PRO # 2
1 # 20.00 = 20.00 EXPEDITE C # 3

C167962

ATTACHMENT A

FRANK RUSSELL COMPANY
DIRECTORS AND OFFICERS

Name	Title	Address
Michael J.A. Phillips	Director and Chairman of the Board	909 A Street Tacoma, WA 98402
P. Craig Ueland	Director, President and Chief Executive Officer	909 A Street Tacoma, WA 98402
Mason G. Ross	Director	Northwestern Mutual Life 720 East Wisconsin Avenue Milwaukee, WI 53202
John E. Schlifske	Director	Northwestern Mutual Life 720 East Wisconsin Avenue Milwaukee, WI 53202
Edward J. Zore	Director	Northwestern Mutual Life 720 East Wisconsin Avenue Milwaukee, WI 53202
Karl J. Ege	Chief Legal Officer; Managing Director – Law and Government Affairs; and Secretary	909 A Street Tacoma, WA 98402
J. David Griswold	Assistant Secretary and Associate General Counsel; Director- Regulatory Policy; Chief Compliance Officer	909 A Street Tacoma, WA 98402
Harold F. Strong	Chief Financial Officer	909 A Street Tacoma, WA 98402
Gregory J. Lyons	Assistant Secretary and Associate General Counsel	909 A Street Tacoma, WA 98402
J. Patrick Clarkson	Treasurer and Director of Tax	909 A Street Tacoma, WA 98402
Tammy H. Hung	Assistant Treasurer	909 A Street Tacoma, WA 98402
Mary Beth Rhoden	Assistant Secretary and Associate Counsel	909 A Street Tacoma, WA 98402
Deedra S. Walkey	Assistant Secretary and U.S. General Counsel	909 A Street Tacoma, WA 98402
Carla L. Anderson	Assistant Secretary and Senior Paralegal	909 A Street Tacoma, WA 98402

UNITED STATES OF AMERICA

The State of  Washington
Secretary of State

I, SAM REED, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

**CERTIFICATE OF EXISTENCE/AUTHORIZATION
OF
FRANK RUSSELL COMPANY**

I FURTHER CERTIFY that the records on file in this office show that the above named Profit Corporation was formed under the laws of the State of WA and was issued a Certificate Of Incorporation in Washington on 3/24/1982.

I FURTHER CERTIFY that as of the date of this certificate, FRANK RUSSELL COMPANY remains active and has complied with the filing requirements of this office.

Date: June 29, 2006

UBI: 600-450-576



Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

A handwritten signature in black ink that reads "Sam Reed".

Sam Reed, Secretary of State