

No. C 133881

Due no later than May 31, 2001  
Annual Report Form

Return to:  
SECRETARY OF STATE  
700 WEST JEFFERSON  
PO BOX 83720  
BOISE, ID 83720-0080

1. Mailing Address - Correct in this box, if applicable

DAIN RAUSCHER INCORPORATED  
  
60 SOUTH SIXTH STREET  
  
MINNEAPOLIS, MN 55402

2. Registered Agent and Office **NO PO BOX**

CT CORPORATION SYSTEM  
300 N 6TH ST  
  
BOISE, ID 83701

3. New Registered Agent Signature

**NO FILING FEE IF  
RECEIVED BY DUE DATE**

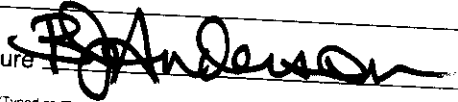
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.

<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
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See attachment for a complete list of officers and directors.

5. Organized Under the Laws of:

MINNESOTA  
C 133881

6. Signature 

Date 4/5/01

Name (Typed or Printed) Bentley J. Anderson

Title: ~~XXXX~~ Asst. Secretary

Issued 03/28/2001

Do Not Tape or Staple

**ATTACHMENT**

**DIRECTORS AND OFFICERS  
DAIN RAUSCHER INCORPORATED  
(a Minnesota corporation)**

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Irving Weiser	Chief Executive Officer, President and Chairman of the Board	60 South Sixth Street Minneapolis, MN 55402
John C. Appel	Vice Chairman, President and Director	60 South Sixth Street Minneapolis, MN 55402
Peter Armenio	Senior Executive Vice President and Director	60 South Sixth Street Minneapolis, MN 55402
Peter M. Grant	Senior Executive Vice President and Director	60 South Sixth Street Minneapolis, MN 55402
David J. Parrin	Executive Vice President, Chief Financial Officer and Director	60 South Sixth Street Minneapolis, MN 55402
Paula H. Phillippe	Executive Vice President and Director	60 South Sixth Street Minneapolis, MN 55402
Carla J. Smith	Executive Vice President Secretary and Director	60 South Sixth Street Minneapolis, MN 55402
Bentley J. Anderson	Assistant Secretary	60 South Sixth Street Minneapolis, MN 55402