

State of Idaho

Office of the Secretary of State

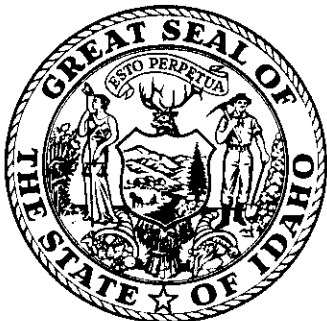
**CERTIFICATE OF WITHDRAWAL
OF
U.S. BANCORP INVESTMENTS, INC.**

File Number C 122487

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that Application for Certificate of Withdrawal from this State, 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 Withdrawal and attach hereto a duplicate of the Application for such Certificate.

Dated: January 29, 2004



Ben Yursa

SECRETARY OF STATE

By *Sally Lloyd*



APPLICATION FOR CERTIFICATE FILED

(Instructions on back of application)

To the Secretary of State of Idaho

Pursuant to Section 30-1-1520, Idaho Code, the undersigned Corporation hereby applies for a certificate of withdrawal from the State of Idaho, and for that purpose submits the following statement:

1. The name of the corporation is:

U.S. BANCORP INVESTMENTS, INC.

The name which it used in Idaho is:

2. It is incorporated under the laws of Minnesota
3. It is not transacting business in the State of Idaho.
4. It hereby surrenders its authority to transact business in said state.
5. It revokes the authority of its registered agent in the State of Idaho to accept service of process and consents that service of process in any action, suit or proceeding based upon any cause of action arising in the State of Idaho during the time it was authorized to transact business therein may thereafter be made on it by registered or certified mail to the corporation at the address listed in item 6., below.
6. The post office address to which process against the corporation may be mailed is:
60 Livingston Avenue, St. Paul, MN 55107
7. It agrees to notify the Secretary of State of the State of Idaho of any change to the address in Item 6.

Signature

Typed Name Jeanne M. Escobedo

Capacity Asst. Secretary

Customer Acc: # :

(if using pre-paid account)

Secretary of State use only

g:\comp\lms\comp\lms\certofwithd\lms_comp.pls
 Reiter:17/2/02

ID024 - 9/4/2002 C T Filing Manager Online

IDAHO SECRETARY OF STATE

01/29/2004 05:00

01/23/2004 03:00
CK: 90124 CT: 20168 BH: 724399
1 @ 20.00 = 20.00 FOR WITHDR # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

Received 01-29-2004 10:10am From-

TO-EBERLE BERLIN

34

NE

C 122487