

FILED EFFECTIVE




**APPLICATION FOR
REGISTRATION OF FOREIGN
LIMITED LIABILITY COMPANY**

(Instructions on back of application)

06 JUL 26 PM 2:58

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited liability company is:
NYLIFE Securities LLC
2. If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is:
3. The jurisdiction under whose laws the limited liability company is organized is: Delaware
and the date of its formation was: 06/26/2006
4. The name and address of the registered agent in Idaho is: C T Corporation System
300 North 6th Street, Boise, Idaho 83702
5. The address of the limited liability company's office in the jurisdiction under whose laws it is organized is:
Corporation Trust Center, 1209 Orange Street Wilmington, Delaware 19801
6. The address of the limited liability company's principal office, if other than the address in #5 above, is:
51 Madison Avenue, New York, NY 10010
7. The address to which correspondence should be addressed is:
Catherine A. Marrion, NYLIFE Securities LLC, 51 Madison Avenue, New York, NY 10010
8. Signature of a manager, if any, or a member if there are no managers.

NYLIFE Securities LLC
by: NYLIFE LLC, Member
by: New York Life Insurance Company, Member

Catherine A. Marrion, Vice President

Secretary of State use only

IDAHO SECRETARY OF STATE
 07/26/2006 05:00
 CK: 9251 CT: 28168 BN: 966878
 1 @ 100.00 = 100.00 REGFORGLLC # 2
 1 @ 20.00 = 20.00 EXPEDITE C # 3

W 52939

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NYLIFE SECURITIES LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF JULY, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4901585

DATE: 07-14-06