

# State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY  
OF  
ABN AMRO INCORPORATED**

File Number C 144631

I PETE T. CENARRUSA, 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: 10 July 2002



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Monica Okelberry*



# APPLICATION FOR CERTIFICATE

## OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2002 JUN 24 PM 2:09  
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: ABN AMRO Incorporated
2. The name which it shall use in Idaho is: ABN AMRO Incorporated
3. It is incorporated under the laws of: New York
4. Its date of incorporation is: 7/20/1984
5. The address of its principal office is: 208 South LaSalle Street, Chicago, IL 60604
6. The address to which correspondence should be addressed, if different from item 5, is:  
Same
7. The street address of its registered office in Idaho is: CT Corporation  
\_\_\_\_\_, and its registered agent in Idaho at that address is: 300 N. 6th St., Boise, ID 83702
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>Ben A. Witt</u>	<u>President, CEO, Dir.</u>	<u>208 S. LaSalle St., Chicago, IL 60604</u>
<u>Kristen Fletcher</u>	<u>Chairman, Dir.</u>	<u>135 S. LaSalle St., Chicago, IL 60603</u>
<u>Michael Geslak</u>	<u>Chief Op. Officer, Dir</u>	<u>55 E. 52nd St., New York, NY 10055</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: June 19, 2002

Signature: \_\_\_\_\_

Typed Name: Cleo G. Brown

Capacity: Vice President, Licensing and Registration

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

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forms\appforauthority\_profit.pmf  
Revised 01/2001  
Web Form

IDAHO SECRETARY OF STATE  
07/10/2002 05:00  
CK: 1289427 CT: 68828 BH: 476413  
1 @ 100.00 = 100.00 AUTH PRO # 2  
1 @ 20.00 = 20.00 EXPEDITE C # 3

**State of New York } ss:  
Department of State**

I hereby certify, that the Certificate of Incorporation of ABN AMRO INCORPORATED was filed on 07/20/1984, under the name of ABN INTERNATIONAL CAPITAL MARKETS CORPORATION, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment ABN INTERNATIONAL CAPITAL MARKETS CORPORATION, changing its name to ABN CAPITAL MARKETS CORPORATION, was filed 12/14/1988.

A Certificate of Amendment ABN CAPITAL MARKETS CORPORATION, changing its name to ABN AMRO SECURITIES (USA) INC., was filed 01/10/1991.

A Certificate of Amendment ABN AMRO SECURITIES (USA) INC., changing its name to ABN AMRO CHICAGO CORPORATION, was filed 01/02/1997.

A Certificate of Amendment ABN AMRO CHICAGO CORPORATION, changing its name to ABN AMRO INCORPORATED, was filed 01/15/1998.



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*Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 08th day of July  
two thousand and two.*

Secretary of State