

No. **C 129316**

Due no later than Jun 30, 2003
Annual Report Form

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

CT CORPORATION SYSTEM
300 NORTH 6TH STREET

BOISE, ID 83701

Return to:

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

1. Mailing Address - Correct in this box, if applicable
TD WATERHOUSE INVESTOR SERVICES, IN

100 WALL STREET

NEW YORK, NY 10005

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.

Office held

Name

Street or P.O. Address

City

State

Zip

See Attached

5. Organized Under the Laws of:

NEW YORK
C 129316

6.

Signature

Name
(Typed or
Printed)

Matthew Villa

Date

Title

May 27, 2003
Vice President

TD WATERHOUSE INVESTOR SERVICES, INC.

Directors

Frank J. Petrilli
22 Connor Court
Irvington, NY 10533

Joseph N. Barra
19 Corwin Court
Dix Hills, NY 11746

Richard H. Neiman
39 East 75th Street, #1E
New York, NY 10021

B. Kevin Sterns
15 Charles Street, Apt. 12A
New York, NY 11014

Executive Officers

Joseph N. Barra - President
19 Corwin Court
Dix Hills, NY 11746

Richard H. Neiman - EVP, General Counsel & Secretary
39 East 75th Street, #1E
New York, NY 10021

B. Kevin Sterns - EVP, Chief Financial Officer and Treasurer
15 Charles Street, Apt. 12A
New York, NY 11014

Richard Rzasa - EVP, Information Systems
211 Third Street, #2
Hoboken, NJ 07030

J. Thomas Bradley - EVP, Sales
11 Old Chester Road
Essex Falls, NJ 07021

Andrew Wels - SVP, Assist. General Counsel
4 Hills Point Lane
Rye Brook, NY 10573

Janis Campanella - FVP, Assistant Counsel and Assistant Secretary
19354 Skyridge Circle
Boca Raton, FL 33498

Thomas J. Textor - FVP, Chief Compliance Officer
116 Atkinson Road
Rockville Centre, NY 11570

Kevin D. Casey - Municipal Securities Principal
521 Morningside Avenue
Union Beach, NJ 07735

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

I hereby certify, that the Certificate of Incorporation of TD WATERHOUSE INVESTOR SERVICES, INC. was filed on 09/29/1978, under the name of WATERHOUSE SECURITIES INC., 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 WATERHOUSE SECURITIES INC., changing its name to TD WATERHOUSE INVESTOR SERVICES, INC., was filed 09/20/1999.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 06th day of December
two thousand and two.*

Secretary of State