Filing Fee: \$50.00

ID Number:



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State Corporations Division 148 W. River Street Providence, Rhode Island 02904-2615

BUSINESS CORPORATION

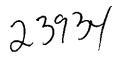
APPLICATION FOR CERTIFICATE OF WITHDRAWAL

Pursuant to the provisions of Section 7-1.2-1412 of the General Laws of Rhode Island, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Withdrawal from the State of Rhode Island, and for that purpose submits the following statement:

1.	The name of the corporation is A.G. Edwards & Sons, Inc.
2.	It is incorporated under the laws of Delaware
3.	It is not transacting business in the state of Rhode Island.
4.	It hereby surrenders its authority to transact business in the state of Rhode Island.
5.	It revokes the authority of its registered agent in this state 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 this state during the time the corporation was authorized to transact business in this state may subsequently be made on the corporation by service thereof on the Secretary of State of the State of Rhode Island.
6.	The post office address to which the Secretary of State may mail a copy of any process against the corporation that is served on the Secretary of State: 301 South College Street, Beverly W. Jackson Charlotte, NC 28288-D1053-300
7.	As required by Section 7-1.2-1413 of the General Laws, the corporation has paid all fees and taxes.
8.	If the corporation is in the hands of a receiver or trustee, this Application for Certificate of Withdraw must be executed on behalf of the corporation by the receiver or trustee.
9.	This Application for Certificate of Withdrawal shall be effective upon filing unless a specified date is provided which shall be no later than the 90 th day after the date of this filing
Da	Under penalty of perjury, I declare and affirm that I chave examined this Application for Certificate of Withdraws, including any accompanying attachments, and that all estatements contained herein are true and correct. Signature of Authorized Officer of the Corporation Beverly W. Jackson Type or Print Name of Authorized Officer
	1 2.23

FILED
FEB 28 2011
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Form No. 154 Revised: 12/05





STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS DEPARTMENT OF ADMINISTRATION DIVISION OF TAXATION ONE CAPITOL HILL PROVIDENCE, RI 02908

HARRIETT ROSEBROUGH 401 S. TRYON STREET D1050-240 CHARLOTTE, NC 28202-1934

LETTER OF GOOD STANDING

It appears from our records that **A. G. EDWARDS & SONS, INC.** has filed all the required returns due to be filed and paid all taxes indicated thereon and is in good standing with this Division as of 1/24/2011 regarding any liability under the Rhode Island Business Corporation Tax Law.

This letter is issued pursuant to the request of the above named corporation for the purpose of:

WITHDRAWAL FOR SECRETARY OF STATE

Very truly yours,

David M. Sullivan Tax Administrator

Steven A. Cobb Chief Revenue Agent Office Audit and Discovery 2011 FER 28 PM CO



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island and Providence Plantations, hereby certify that this document, duly executed in accordance with the provisions of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this office on this day:

A. RALPH MOLLIS

A. Japa 1. eeio

Secretary of State

