

Filing and License Fee: \$310.00 minimum

ID Number: 145993



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS  
Office of the Secretary of State Matthew A. Brown  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY  
(To Be Filed In Duplicate Original)

05 FEB 24 AM 10:57  
SECRET

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the state of Rhode Island, and for that purpose submits the following statement:

- The name of the corporation is Ivy Funds Distributor, Inc. GIC
- It is incorporated under the laws of Florida
- The name, if different, which it elects to use in Rhode Island is:
  - If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:  
\_\_\_\_\_
  - If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:  
\_\_\_\_\_
- The date of its incorporation is 06/02/1993 and the period of its duration is perpetual
- The address of its principal office in the state or country under the laws of which it is incorporated is 1200 South Pine Island Rd., Plantation, FL 33324
- The address of its proposed registered office in Rhode Island is 10 Weybosset Street  
(Street Address, not P.O. Box)  
Providence, RI 02903 and the name of its proposed registered agent in Rhode Island at  
(City/Town) (Zip Code)  
that address is C T Corporation System  
(Name of Agent)
- The specific purpose or purposes, which it proposes to pursue in the transaction of business in Rhode Island are:  
see attachment
- The names and respective addresses of the directors and officers are:

	<u>Name</u>	<u>Address</u>
Director	<u>Thomas W. Butch</u>	<u>6300 Lamar Avenue, Overland Park, KS 66202</u>
Director	<u>Michael D. Strohm</u>	<u>same</u>
President	<u>Thomas W. Butch</u>	<u>same</u>
Vice President	<u>Mark P. Buyle</u>	<u>same</u>
Treasurer	<u>Brent K. Bloss</u>	<u>same</u>
Secretary	<u>Wendy J. Hills</u>	<u>same</u>

**FILED**

**FEB 24 2005**

By [Signature]

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
1000	common stock		\$.001

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
100	common stock		\$.001

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 155,000

(b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0

(c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0 % [divide (b) by (a) and multiply by 100 to obtain the percentage].

12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 13,500,000

(b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 81,000

(c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 0 % [divide (b) by (a) and multiply by 100 to obtain the percentage].

13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation

Date: 02/16/2005

Ivy Funds Distributor, Inc.  
 Print Exact Name of Corporation Making Application

By Thomas W. Butch  
 President or  Vice President (check one)

AND  
 By Nancy J. Hills  
 Secretary or  Assistant Secretary (check one)

VICKI K. McCUNE  
 NOTARY PUBLIC  
 STATE OF KANSAS  
 My Appt. Exp. JUNE 12, 2005

STATE OF Kansas  
 COUNTY OF ROTHSON

in Kansas on this 16<sup>th</sup> day of FEBRUARY, 2005, before me personally appeared Thomas W. Butch & Nancy J. Hills who, being duly sworn, declared that he/she is the PRESIDENT/SECRETARY of the above-named entity and that he/she signed the foregoing document as such authorized agent, and that the statements herein contained are true.

Vicki K. McCune  
 Notary Public  
 My Commission Expires: June 12, 2005

Attachment to DC

### Purpose Clause

To engage in the business activities of a broker dealer and any other lawful activities permitted by state law.

### Officers & Directors

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1. Full Name: Brent K. Bloss  
Officer/Director: Officer  
Officer's Title: Treasurer  
Business Address: 6300 Lamar Avenue  
City: Overland Park  
State: KS  
ZIP Code: 66202
2. Full Name: Thomas W. Butch  
Officer/Director: Officer, Director  
Officer's Title: CEO and President  
Business Address: 6300 Lamar Avenue  
City: Overland Park  
State: KS  
ZIP Code: 66202
3. Full Name: Mark P. Buyle  
Officer/Director: Officer  
Officer's Title: Vice President and Assistant Secretary  
Business Address: 6300 Lamar Avenue  
City: Overland Park  
State: KS  
ZIP Code: 66202
4. Full Name: Wendy J. Hills  
Officer/Director: Officer  
Officer's Title: Secretary  
Business Address: 6300 Lamar Avenue  
City: Overland Park  
State: KS  
ZIP Code: 66202
5. Full Name: Mark A. Schieber  
Officer/Director: Officer  
Officer's Title: Principal Financial Officer, Principal Accounting Officer, Controller and Vice President  
Business Address: 6300 Lamar Avenue  
City: Overland Park  
State: KS  
ZIP Code: 66202
6. Full Name: Michael D. Strohm  
Officer/Director: Director

# State of Florida



## Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation, as amended to date, of IVY FUNDS DISTRIBUTOR, INC., a corporation organized under the laws of the State of Florida, as shown by the records of this office.

The document number of this corporation is P93000039270.



CR2EO22 (2-03)

Given under my hand and the  
Great Seal of the State of Florida  
at Tallahassee, the Capitol, this the  
Thirteenth day of January, 2005

*Glenda E. Hood*

Glenda H. Hood  
Secretary of State