



State of Rhode Island and Providence Plantations
Department of State - Business Services Division

Certificate of Authority

FOREIGN Corporation

→ Filing Fee: \$310.00 minimum

Pursuant to the provisions of RIGL 7-1.2-1405, 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:

1. The name of the corporation is: SunTrust Advisory Services, Inc.		
2. It is incorporated under the laws of: Delaware		
3. The name, if different, which it elects to use in Rhode Island is: (a) 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: (b) 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:		
4. The date of its incorporation is: 01/05/2016 And the period of its duration is: CHECK ONLY ONE BOX <input checked="" type="checkbox"/> Perpetual (on-going) <input type="checkbox"/> Date certain for dissolution _____		
5. The address of its principal office is: 303 Peachtree Center Avenue, Suite 140, Atlanta, GA 30303		
6. The name and address of the initial registered agent/office of in Rhode Island: Agent Name Corporation Service Company Street Address (<u>NOT</u> a P.O. Box) 222 Jefferson Boulevard Suite 200 City/Town Warwick State RHODE ISLAND Zip Code 02888		

MAIL TO:

Division of Business Services
148 W. River Street, Providence, Rhode Island 02904-2615
Phone: (401) 222-3040
Website: www.sos.ri.gov

FILED

JAN 25 2017

By 17294087

7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are: Investment Advisory and Portfolio Managment			
8. (a) The names and respective addresses of its directors (optional, unless directors are required under the laws of the state or country of which it is incorporated):			
NAME	ADDRESS		
See Attached Schedule			
Check the box to indicate an attachment. <input checked="" type="checkbox"/>			
8. (b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated):			
OFFICE	NAME	ADDRESS	
PRESIDENT	See Attached Schedule		
VICE PRESIDENT			
TREASURER			
SECRETARY			
Check the box to indicate an attachment. <input checked="" type="checkbox"/>			
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:			
NUMBER OF SHARES	CLASS	SERIES	PAR VALUE OR STATE NO PAR VALUE
1000	Common	A	.0001
10. (a) Estimate, in dollars, the value of all property to be owned by the corporation for the following year, wherever located: \$ <u>162,000,000</u>		(b) Estimate, in dollars, the value of the corporation's property to be located within Rhode Island during the following year: \$ <u>0</u>	
(c) Estimate, as a percentage , 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. <i>Note: Divide (10b) by (10a) and multiply by 100 to obtain the percentage.</i> <u>0</u> %			

11. (a) Estimate, in dollars, the gross amount of business to be transacted by the corporation during the following year. <div style="text-align: right; margin-right: 50px;">\$ <u>307,000,000</u></div>	(b) Estimate, in dollars, the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year. <div style="text-align: right; margin-right: 50px;">\$ <u>30,000</u></div>
(c) Estimate, as a percentage , the proportion 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 compared to the gross amount thereof which will be transacted by the corporation during the following year. <i>Note: Divide (11b) by (11a) and multiply by 100 to obtain the percentage.</i> <div style="text-align: right; margin-right: 50px;"><u>.01</u> %</div>	
12. This application must be accompanied by a Certificate of Good Standing/Letter of Status issued by the proper officer of the state or country under the laws of which it is incorporated that is dated within 60 days of the filing of this document.	
13. Date when the Certificate of Authority will be effective: CHECK ONLY ONE BOX	
<input checked="checked" type="checkbox"/> Date received (Upon filing)	
<input type="checkbox"/> Later effective date (Date must be no more than 90 days from the day of filing) _____	
<i>Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.</i>	
Type or Print Name of Authorized Officer Theodore Bowden, Secretary	Date <div style="text-align: center; font-family: cursive; font-size: 1.2em;">Theodore Bowden</div> <div style="text-align: center;">12-7-16</div>
Signature of Authorized Officer of the Corporation <div style="text-align: center;">SIGN DOCUMENT HERE</div>	

If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m., or email corporations@sos.ri.gov.

SunTrust Advisory Services Inc.

Officers

<u>Name</u>	<u>Title</u>	<u>Address</u>
Joseph Thompson	Chief Executive Officer	303 Peachtree Center Avenue, Suite 140, Atlanta, Georgia 30303
Joseph Thompson	President	303 Peachtree Center Avenue, Suite 140, Atlanta, Georgia 30303
Theodore Bowden	Chief Operating Officer	303 Peachtree Center Avenue, Suite 140, Atlanta, Georgia 30303
Ernest Dawal	Chief Investment Officer	303 Peachtree Center Avenue, Suite 140, Atlanta, Georgia 30303
Sarah Rich	Treasurer and Chief Financial Officer	303 Peachtree Center Avenue, Suite 140, Atlanta, Georgia 30303
Susan Hechtlinger	Chief Compliance Officer	303 Peachtree Center Avenue, Suite 140, Atlanta, Georgia 30303
Theodore Bowden	Secretary	303 Peachtree Center Avenue, Suite 140, Atlanta, Georgia 30303
Tammie Moore	Assistant Secretary	303 Peachtree Center Avenue, Suite 140, Atlanta, Georgia 30303

Directors

<u>Name</u>	<u>Title</u>	<u>Address</u>
Joseph M. Thompson	Director - Chairman	303 Peachtree Center Avenue, Suite 140, Atlanta, Georgia 30303
Theodore Bowden	Director	303 Peachtree Center Avenue, Suite 140, Atlanta, Georgia 30303
Susan J. Hechtlinger	Director	303 Peachtree Center Avenue, Suite 140, Atlanta, Georgia 30303
Cory McCallum	Director	303 Peachtree Center Avenue, Suite 140, Atlanta, Georgia 30303
Brian Dowhower	Director	303 Peachtree Center Avenue, Suite 140, Atlanta, Georgia 30303
Thomas Carroll	Director	303 Peachtree Center Avenue, Suite 140, Atlanta, Georgia 30303
Felicia Speetjens	Director	303 Peachtree Center Avenue, Suite 140, Atlanta, Georgia 30303
Willem O. Hattink	Director	303 Peachtree Center Avenue, Suite 140, Atlanta, Georgia 30303
Ken Solis	Director	303 Peachtree Center Avenue, Suite 140, Atlanta, Georgia 30303
Ernest Dawal	Director	303 Peachtree Center Avenue, Suite 140, Atlanta, Georgia 30303
Scott Hotham	Director	303 Peachtree Center Avenue, Suite 140, Atlanta, Georgia 30303
Dwight Mathis	Director	303 Peachtree Center Avenue, Suite 140, Atlanta, Georgia 30303

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SUNTRUST ADVISORY SERVICES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTIETH DAY OF JANUARY, A.D. 2017.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SUNTRUST ADVISORY SERVICES, INC." WAS INCORPORATED ON THE FIFTH DAY OF JANUARY, A.D. 2016.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.


RECEIVED
R.I. DEPT. OF STATE
2017 JAN 25 PM 12:04



5928774 8300

SR# 20170340704

You may verify this certificate online at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State

Authentication: 201902385

Date: 01-20-17



State of Rhode Island and Providence Plantations
Department of State | Office of the Secretary of State
Nellie M. Gorbea, *Secretary of State*

I, NELLIE M. GORBEA, 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:

Nellie M. Gorbea
Secretary of State

