

Filing Fee: \$150.00

ID Number:

150031



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

LIMITED LIABILITY COMPANY

APPLICATION FOR REGISTRATION

Pursuant to the provisions of Section 7-16-49 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign limited liability company hereby applies for a Certificate of Registration to transact business in the state of Rhode Island, and for that purpose submits the following statement:

1. The name of the limited liability company is:

CitiStreet I.L.C.

2. The name, if different, under which it proposes to register and transact business in Rhode Island is:

3. The limited liability company is organized under the laws of Delaware

4. The date of its organization is 04/01/2000

5. The period of duration of the limited liability company is (if perpetual, so state) Perpetual

6. The address of the limited liability company's resident agent in Rhode Island is:

10 Weybosset Street

Providence

RI

02903

(Street Address, not P.O. Box)

(City/Town)

(Zip Code)

and the name of the resident agent at such address is C T Corporation System

(Name of Agent)

7. The secretary of state is appointed the agent of the foreign limited liability company for service of process if at any time there is no resident agent or if the resident agent cannot be found or served following the exercise of reasonable diligence.

8. The address of any office required to be maintained in the state or other jurisdiction under the laws of which the limited liability company is organized is:

400 Atrium Drive

Somerset, NJ 08873

9. The mailing address for the limited liability company is:

One Heritage Drive

North Quincy, MA 02171

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10. Management of the Limited Liability Company:

- A. The limited liability company is to be managed ☐ by its members. *(If you have checked this box, go to item no. 11.)*

or

- B. The limited liability company is to be managed ☒ by one (1) or more managers. *(If the limited liability company has managers at the time of the filing of these Articles of Organization, state the name and address of each manager.)*

<u>Manager</u>	<u>Address</u>
See Attached List	

11. This application is accompanied by a certificate of good standing duly authenticated by the secretary of state or other authorized officer of the jurisdiction under which the foreign limited liability company was organized.

Under penalty of perjury, I declare and affirm that I have examined this Application for Registration, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: August 10, 2005

CitiStreet LLC

Print Exact Name of Limited Liability Company Making Application

By

Paul S. Feinberg

Signature of authorized person

Paul S. Feinberg, Authorized Signatory

CitiStreet LLC
Managers
2005

Peter Cieszko

Managing Director, Head of U.S. Retail/High Net Worth Mgmt.
Citigroup Asset Management
300 First Stamford Place, 2nd Floor
Stamford, CT 06902

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Senior Principal
State Street Global Advisors
State Street Financial Center
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Co-Head, Citigroup Asset Management
President and Chief Operating Officer
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100 First Stamford Place, 5th floor
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State Street Global Advisors
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Philip J. Lussler

Chairman and Chief Executive Officer
CitiStreet
One Heritage Drive
North Quincy, MA 02171

James E. Murphy

President
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James S. Phalen

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State Street Financial Center
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Gary A. Jenkins

General Counsel - Secretary to the Board
CitiStreet
One Heritage Drive
North Quincy, MA 02171

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CITISTREET LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH DAY OF AUGUST, A.D. 2005.

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



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4098687

DATE: 08-17-05