

Filing fee: ~~65.00~~ ^{\$150.00}
License fee: \$15.00 minimum
(Section 7-1.1-124)

Corporate ID 68091

**APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF
CUNA BROKERAGE SERVICES, INC.**

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned 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:

FIRST: The name of the corporation is CUNA BROKERAGE SERVICES, INC.

SECOND: The name which it elects to use in Rhode Island is CUNA BROKERAGE SERVICES, INC.

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island;)

THIRD: It is incorporated under the laws of Wisconsin

FOURTH: The date of its incorporation is 5/11/83 and the period of its duration is perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is 5910 Mineral Point Road, Madison, WI 53705

SIXTH: The address of its proposed registered office in Rhode Island is 115 Carnation Street, Woonsocket, RI 02895 and the name of its proposed registered agent in Rhode Island at that address is Paul H. Godfrin

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are

To engage in the retail sale of securities and any activities related thereto.

Rec'd & Filed OCT 04 1983

AMT 179973

EIGHTH: The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
	Director	
	Director	
Donald J. Dybiec	Director	2000 Heritage Way, Waverly, IA 50677
Robert W. Bush	President	5910 Mineral Point Road, Madison, WI 53705
William W. Sayles	Vice President	5910 Mineral Point Road, Madison, WI 53705
Steven A. Goldberg	Secretary	5910 Mineral Point Road, Madison, WI 53705
Michael G. Joneson	Treasurer	2000 Heritage Way, Waverly, IA 50677

NINTH: 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 per Share or Statement that Shares are without Par Value</u>
2,000	Common	N/A	NPV

TENTH: 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 per Share or Statement that Shares are without Par Value</u>
765	Common	N/A	NPV

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 0

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 0

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 101,000,000.00

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 680,000.00

FIFTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated October 1, 1991

CUNA Brokerage Services, Inc.
[Exact Corporate Name of Corporation Making Application]

By *Robert W. Bush*
Its President
and *Steven A. Goldberg*
Its Secretary

STATE OF *Wisconsin* }
COUNTY OF *Dane* } Sc.

At *Madison* in said County on the *1st* day
of *October* 1991, before me personally appeared *Robert W. Bush*
and *Steven A. Goldberg*, who being by me first duly sworn, declared that
~~they are~~ ^{they are} President and Secretary of CUNA Brokerage Services, Inc.,
~~he is the~~ ^{they} that ~~he~~ signed the foregoing document as such President and Secretary of the
corporation, and that the statements therein contained are true.

July Shortreed
Notary Public
my Commission Expires: 12/12/93

(NOTARIAL SEAL)

United States of America

STATE OF WISCONSIN

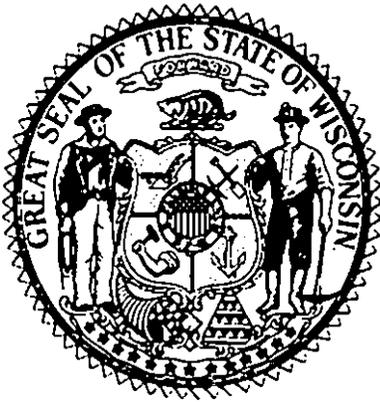
OFFICE OF THE
SECRETARY OF STATE

} SS.

To All to Whom These Presents Shall Come, Greeting:

I, DOUGLAS La FOLLETTE, Secretary of State of the State of Wisconsin and Keeper of the Great Seal thereof, do hereby certify that the annexed copy has been compared by me with the record on file in this Office and that the same is a true copy thereof, and of the whole of such record; and that I am the legal custodian of such record, and that this certification is in due form.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State.



Douglas La Follette
DOUGLAS La FOLLETTE
Secretary of State

BY: *Gary D. Malchow*

DATE: SEP 23 1991

Corporation Division

CUNA Mortgage Corporation

An Affiliate of Credit Union National Association, Inc.
P.O. Box 1332, Madison, WI 53701-1332 608-828-3000



Office of the Secretary of State
Providence, Rhode Island

**RE: AUTHORIZATION FOR USE OF SIMILAR NAME TO SECRETARY OF STATE,
STATE OF RHODE ISLAND:**

This is to advise you that CUNA Mortgage Corporation has no objection and gives its consent to CUNA Brokerage Services, Inc., to use the name CUNA Brokerage Services, Inc., within the state of Rhode Island.

If you require any further information, please contact Mr. Campbell D. McHugh, Associate General Counsel, 5910 Mineral Point Road, Madison, WI 53705. Thank you.

Date November 5, 1991

Signed 
Ass't. Secretary of CUNA Mortgage Corporation
Gerald T. Conklin

C:M:H
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