

F00000001961

Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
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Attn: Jeff Netherton

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CORPORATION(S) NAME

Nanbei US Inc.

(5)

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DIVISION OF CORPORATIONS
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| <input checked="" type="checkbox"/> Profit | <input checked="" type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name _____
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W.P. Verifier _____

04/07/00

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 APR -7 AM 11:16

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B/K 4/7/00

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. NANBEI US INC.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware

(State or country under the law of which it is incorporated)

3. _____

(FEI number, if applicable)

4. December 16, 1999

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. c/o Richard Reid, Dow Jones & Company, Inc., 4300 North Route 1, South Brunswick, New Jersey 08852

(Current mailing address)

8. to engage in any lawful act or activity for which corporations may be organized under the laws of the state.

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

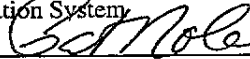
Plantation, Florida, 33324

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T Corporation System



Patrick A. Nolan
Assistant Secretary

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Director:

~~Chairman~~ Karen Elliott House

Address: 200 Liberty Street, New York, NY 10281

Director:

~~Vice Chairman~~ Lawrence K. Kinsella

Address: 4300 North Route 1, South Brunswick, NJ 08852

Director: Patricia Walsh

Address: 200 Liberty Street, New York, NY 10281

Director: Nils Strandberg

Address: Rua Alagoas 101, apt 81, Higienopolis, SP 01242-001, Brazil

SEE ATTACHED FOR ADDITIONAL DIRECTOR

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Elias Selman

Address: Av. Apoquindo #4499, Piso 10, Las Condes, Santiago, Chile

Vice President: Lawrence K. Kinsella

Address: 4300 North Route 1, South Brunswick, NJ 08852

Secretary: Richard Reid

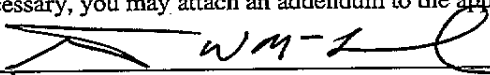
Address: 4300 North Route 1, South Brunswick, NJ 08852

Treasurer: Thomas W. McGuirl

Address: 4300 North Route 1, South Brunswick, NJ 08852

SEE ATTACHED FOR ADDITIONAL OFFICERS.

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Thomas W. McGuirl, Treasurer
(Typed or printed name and capacity of person signing application)

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ATTACHMENT TO
APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

NANBEI US INC.

CONTINUATION SHEET OF OFFICERS AND DIRECTORS

In addition to the directors listed on the application, the other director is:

Elias Selman

Av. Apoquindo #4499, Piso 10
Las Condes
Santiago, Chile

In addition to the officers listed on the application, the other officers are:

| | |
|----------------|---|
| Chairperson | Karen Elliott House 200 Liberty Street New York, New York 10281 |
| Vice President | Patricia Walsh 200 Liberty Street New York, New York 10281 |

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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NANBEI US 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 FIFTH DAY OF APRIL, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR -7 PM 4: 06





Edward J. Freel, Secretary of State

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AUTHENTICATION: 0362116
DATE: 04-05-00