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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

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FOREIGN PROFIT/NONPROFIT CORPORATION

HENDERSON GLOBAL INVESTORS (NORTH AMERICA) INC.

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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. Henderson Global Investors (North America) Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")
- (If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. Delaware 3. 06-1217855
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 09/28/1987 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 737 N. Michigan Avenue, Suite 1700, Chicago, IL 60611
(Principal office address)
737 N. Michigan Avenue, Suite 1700, Chicago, IL 60611
(Current mailing address)

8. Investment Adviser
(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 NOT acceptable)
- Name: C T Corporation System
- Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(City) (Zip code)

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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 Sarah B. Ayala
By: [Signature] 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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: * see attached

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President: * see attached

Address:

Vice President:

Address:

Secretary:

Address:

Treasurer:

Address:

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

13. _____

Megan Wolfinger
(Signature of Director or Officer listed in number 12 of the application)

14. _____

Megan Wolfinger Assistant Secretary
(Typed or printed name and capacity of person signing application)

Henderson Global Investors (North America) Inc.
List of Officers and Directors

Officers

Charles H. Wurtz bach, Managing Director/President/Chief Investment Officer, Property
737 N. Michigan Avenue
Suite 1700
Chicago, IL 60611

Douglas G. Denyer, Vice President/Treasurer/Assistant Secretary
1 Financial Plaza
19th Floor
Hartford, CT 06103

Colleen Wolak, Assistant Vice President
737 N. Michigan Avenue
Suite 1700
Chicago, IL 60611

Christopher K. Yarbrough, Assistant Secretary/Corporate Secretary
737 N. Michigan Avenue
Suite 1700
Chicago, IL 60611

Megan Wolfinger, Assistant Secretary
737 N. Michigan Avenue
Suite 1700
Chicago, IL 60611

Kenneth A. Kalina, Vice President/Chief Compliance Officer
737 N. Michigan Avenue
Suite 1700
Chicago, IL 60611

Directors

Charles H. Wurtz bach, Managing Director
737 N. Michigan Avenue
Suite 1700
Chicago, IL 60611

James Darkins, Director
4 Broadgate
London, UK EC2M, 2DA

Douglas G. Denyer, Director
1 Financial Plaza
19th Floor
Hartford, CT 06103

Sean Dranfield, Director
737 N. Michigan Avenue
Suite 1700
Chicago, IL 60611

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HENDERSON GLOBAL INVESTORS (NORTH AMERICA) 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 TWENTY-NINTH DAY OF APRIL, A.D. 2008.

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

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

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080484037



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6555801

DATE: 04-29-08