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Cook County Recorder 25.50

File Number 6117-638-1



State of Illinois  
Office of  
The Secretary of State

Whereas, APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THIS STATE OF DEUTSCHE ROERSE SYSTEMS INC. INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE HAS BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, Jesse White, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 28TH day of JULY A.D. 2000 and of the Independence of the United States the two hundred and 25TH



Jesse White

Secretary of State

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Form **BCA-13.15**  
(Rev. Jan. 1999)

**APPLICATION FOR CERTIFICATE  
OF AUTHORITY TO  
TRANSACTION BUSINESS IN ILLINOIS**

**SUBMIT IN DUPLICATE!**

Jesse White, Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-1834  
http://www.sos.state.il.us

This space for use by Secretary of State

FILED

JUL 28 2000

**JESSE WHITE  
SECRETARY OF STATE**

**This space for use by  
Secretary of State**

Date 07-28-00  
License Fee \$         
Franchise Tax \$ 33.33  
Filing Fee \$ 75.00  
Penalties \$ 226.25  
Approved: Mr. \* 334.58

Payment must be made by certified check, cashier's check, Illinois attorney's check, Illinois C.P.A.'s check or money order, payable to "Secretary of State."

1. (a) CORPORATE NAME: Deutsche Boerse Systems Inc.

(Complete item 1 (b) only if the corporate name is not available in this state.)

(b) ASSUMED CORPORATE NAME: N/A  
(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation: Delaware

(b) Date of Incorporation: April 24, 2000

(c) Period of Duration: Perpetual

3. (a) Address of the principal office, wherever located: c/o Deutsche Boerse AG  
Boersen Platz 7

60284 Frankfurt, Germany

(b) Address of principal office in Illinois:  
(If none, so state)

141 West Jackson Boulevard

Suite 1580

Chicago, Illinois 60604

4. Name and address of the registered agent and registered office in Illinois.

Registered Agent Jordan M. Goodman

First Name	Middle Name	Last Name

Registered Office 333 West Wacker Drive, Suite 2800

Number	Street	Suite #

City	Zip Code	County
<u>Chicago, Illinois</u>	<u>60606</u>	<u>Cook</u>

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation)

Delaware

6. Names and residential addresses of officers and directors:

	Name	No. & Street	City	State	ZIP
President	Frank Gerstenschlaeger	Boersen Platz 7	60284 Frankfurt, Germany		
Secretary	Frank Gerstenschlaeger	Boersen Platz 7	60248 Frankfurt, Germany		
Director	Frank Gerstenschlaeger	Boersen Platz 7	60248 Frankfurt, Germany		
Director					
Director					

If more than 3, attach list

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7. Purpose or purposes proposed to be pursued in transacting business in this state:

(If not sufficient space to cover this point, add one or more sheets of this size. 00608257)

The transaction of any and all businesses for which corporations may be incorporated under the Delaware General Corporation Law and permitted under the Illinois Business Corporation Act of 1983, as amended.

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
Common	None	\$.001	3,000	3,000

9. Paid-in Capital: \$ 3.00

("Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

10. (a) Give an estimate of the total value of all the property\* of the corporation for the following year: \$ 100,000
- (b) Give an estimate of the total value of all the property\* of the corporation for the following year that will be located in Illinois: \$ 100,000
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 10,000,000
- (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 10,000,000

11. Interrogatories: (Important - this section must be completed.)

See No. 3(a)

- \*\* (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance:  
(b) Number of shares of all classes owned by residents of Illinois: -0-  
(c) Number of shares of all classes owned by non-residents of Illinois: 3,000  
(d) Is the corporation transacting business in this state at this time? Yes  
(e) If the answer to item 11(d) is yes, state the exact date on which it commenced to transact business in Illinois: 3/1/00

12. This application is accompanied by a certified copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated June 30, 2000  
(Month & Day) (Year)

Deutsche Boerse Systems Inc  
(Exact Name of Corporation)

attested by Frank Gerstenschlaeger, Secretary  
(Signature of Secretary or Assistant Secretary)

Frank Gerstenschlaeger, President  
(Signature of President or Vice President)

(Type or Print Name and Title)

(Type or Print Name and Title)

\* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

\*\* When the response to #11(a) list ONLY an Illinois address, then the total business as reflected in #10(c) is also considered to be Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid-in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #11(a).