

BUREAU OF FINANCIAL INSTITUTIONS
DEPARTMENT OF PROFESSIONAL AND FINANCIAL REGULATION
STATE OF MAINE

CERTIFICATE OF MERGER BETWEEN TD AMERITRADE TRUST COMPANY,
PORTLAND, MAINE AND FISERV TRUST COMPANY, DENVER, COLORADO
WITH TD AMERITRADE TRUST COMPANY BEING THE RESULTING
INSTITUTION

This is to certify that the undersigned Superintendent of the Bureau of Financial Institutions of the State of Maine has duly received an executed plan and agreement of merger dated August 11, 2008 by and between TD Ameritrade Trust Company, located in Portland, Cumberland County, Maine, and Fiserv Trust Company, whose principal office is located in Denver, Colorado, together with the resolutions of the governing body of the respective institutions duly approving the plan and agreement of merger, each duly certified by the president and clerk of each institution. TD Ameritrade Trust Company is a nondepository trust company duly organized under the provisions of Title 9-B M.R.S.A., Chapters 31 and 121, and Fiserv Trust Company is a banking organization duly organized under the banking laws of the State of Colorado. TD Ameritrade Trust Company has filed a statement that the participating institutions have complied with all applicable federal laws and regulations.

Upon receipt of such statement, I caused an investigation to be made, and it appears that all requirements of law relating to the merger of Fiserv Trust Company with and into TD Ameritrade Trust Company have been complied with; now, therefore, be it known that the merger has been effected in accordance with the merger plan dated August 11, 2008.

Be it further known that the merger is effective August 18, 2008.

/s/ Lloyd P. LaFountain, III
Superintendent
Gardiner, Maine
August 18, 2008