

United States of America
State of Wisconsin
DEPARTMENT OF FINANCIAL INSTITUTIONS



CERTIFICATE OF AUTHORITY or REGISTRATION

Issued to

KENTUCKY HIGHER EDUCATION STUDENT LOAN CORPORATION

an organization formed under the laws of

KENTUCKY

authorizing the organization to transact business in this state effective July 27, 2017 as a Foreign corporation, under sec. 180.1503, 180.1504, 181.1503 or 181.1504, Wis. Stats.



Date of Issue: July 28, 2017.

A handwritten signature in cursive script, reading 'Mary Ann McCoshen'.

MARY ANN MCCOSHEN, Administrator
Division of Corporate and Consumer Services
Department of Financial Institutions



FILING FEE
 OPTIONAL EXPEDITED SERVICE

See Page 2
for filing fee
+ \$25.00

DO NOT STAPLE

Sec. 181.1503
Wis. Stats.

State of Wisconsin
DEPARTMENT OF FINANCIAL INSTITUTIONS
Division of Corporate & Consumer Services



**FOREIGN NONSTOCK CORPORATION – CERTIFICATE OF AUTHORITY
APPLICATION**

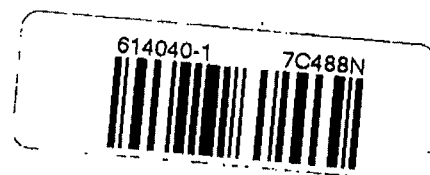
1. <input checked="" type="checkbox"/> ORIGINAL certificate <i>Name of corporation</i> Kentucky Higher Education Student Loan Corporation A	2. State or Country of Incorporation KY
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OR (Indicate (X) if the application is for an ORIGINAL or an AMENDED certificate.)

1. <input type="checkbox"/> AMENDED certificate (If changed, enter the new corporate name or new state or country of incorporation. Also, set forth in section A above, the name under which the corporation is presently licensed in Wisconsin, and complete all other items, <u>except item 8</u> . <i>Name of corporation</i> B	2. State or Country of Incorporation
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3. Address of Principal Office 10180 Linn Station Road, Suite C200 Louisville, KY 40223	4. Date of Incorporation 06/17/1978 5. Period of Duration Perpetual <input checked="" type="checkbox"/> yes <input type="checkbox"/> no
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6. Name of Registered Agent in Wisconsin Corporation Service Company	7. Street Address of Registered Office in Wisconsin 8040 Excelsior Drive, Suite 400 Madison, WI 53717
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8. Has the corporation transacted business in Wisconsin after December 31, 1998 without holding a Certificate of Authority?

No Yes If "Yes", complete supplement on page 4.

9. Names and Usual Business Addresses of Officers (may be scheduled)

<u>Title</u>	<u>Name</u>	<u>Address – Street, City, State & Zip Code</u>
CEO.	See attached list of officers	
Pres.		
V-P		
Secy		
Treas.		

10. Names and Usual Business Addresses of Directors (may be scheduled). If the corporation has no directors, enter "None".

<u>Title</u>	<u>Name</u>	<u>Address – Street, City, State & Zip Code</u>
Chair.	See attached list of directors.	
Dir.		
Dir.		
Dir.		

11. Complete the following statement by marking (X) in the appropriate area.

12. Select and remit the appropriate **FILING FEE** from one of the columns below:

The corporation is organized without capital stock and <input type="checkbox"/> has members. <input checked="" type="checkbox"/> does not have members.	ORIGINAL Certificate \$ 45.00	ORIGINAL Certificate under Suppl. \$ _____ From Suppl. on page 4	AMENDED Certificate \$ 30.00
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Kentucky Higher Education Student Loan Corporation
List of Officers

CEO

Carl P. Rollins, II
10180 Linn Station Road, Suite C200
Louisville, KY 40223


General Counsel

Diana Barber
10180 Linn Station Road, Suite C200
Louisville, KY 40223

Chief Financial Officer

David Carlsen
10180 Linn Station Road, Suite C200
Louisville, KY 40223

13. Carl P. Rollins, II
(Signator's printed name)


(Officer's signature)

Executed on 7/25/2017
(Date)

CEO/Executive Director
(Officer's title)

⇒NOTE: Every application must be accompanied by a current CERTIFICATE OF STATUS.

INSTRUCTIONS (Ref. sec. 181.1503 or 181.1504, Wis. Stats. for document content)

Please use BLACK ink. Submit one original along with the required filing fee (from Item 12) and a current Certificate of Status to the address listed below. Make checks payable to the "Department of Financial Institutions". Filing fee is non-refundable. Sign the document manually or otherwise as allowed under Sec. 181.0103(23) Wis. Stats.		
Mailing Address: State of WI – Dept. of Financial Institutions Box 93348 Milwaukee WI 53293-0348	Physical Address for Express Mail: Department of Financial Institutions Division of Corporate & Consumer Services 201 W. Washington Ave – Suite 300 Madison WI 53703	Phone: 608-261-7577 TTY: 711

NOTICE: This form may be used to accomplish a filing required or permitted by statute to be made with the department. Information requested may be used for secondary purposes. This document can be made available in alternate formats upon request to qualifying individuals with disabilities.

This application is appropriate for use by a foreign non-stock corporation, including a non-profit corporation. Foreign business corporations apply on Form 21 (Foreign Business Corporation – Certificate of Authority Application).

1 & 2 A For an ORIGINAL certificate of authority, complete items A 1 and A 2 and items 3 thru 13. If the corporation has transacted business in Wisconsin without holding a certificate of authority, also complete **supplement** on page 4. Respond to all items.

1 & 2 B. For an AMENDED certificate of authority, complete items B 1 and B 2, 3 through 7, and 9 through 13. Respond to all items. **Supplement is not required.** The certificate of status must be issued under the new name of the corporation. A certified copy of the charter documents is not an acceptable substitute.

2, 3 & 4. Enter the state or country under whose laws the corporation is organized, the address of the corporation's principal office, and the date of incorporation.

5. Enter the corporation's period of duration, if not perpetual. If the corporation has perpetual existence, so indicate.

6 & 7. The corporation must continuously maintain a registered agent and registered office within Wisconsin. The requirement is statutory. Failure to maintain an agent and office may set grounds for revocation of the corporation's certificate of authority. Annual report forms, notices and other official communications are directed to the corporation's registered agent, so it is important to keep this information current. Request Form 13 (Registered Agent and/or Registered Office Change) to make a change of registered agent or registered office.



**Alison Lundergan Grimes
Secretary of State**

Certificate of Existence

I, Alison Lundergan Grimes, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

**KENTUCKY HIGHER EDUCATION STUDENT LOAN
CORPORATION**

is a corporation duly incorporated and existing under KRS Chapter 164A.030 and KRS Chapter 164A.050, whose date of incorporation is June 17, 1978 and whose period of duration is perpetual.

I further certify that this corporation is in good standing and that articles of dissolution have not been filed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 25th day of July, 2017.



Alison Lundergan Grimes

Alison Lundergan Grimes
Secretary of State
Commonwealth of Kentucky

jcaudle/0917676 - Certificate ID: 191793

FOREIGN NONSTOCK CORPORATION –
 CERTIFICATE OF AUTHORITY APPLICATION

[Kentucky Higher Education Student Loan Corporation
 Attn: Jennifer Stemm
 10180 Linn Station Road, Suite C200
 Louisville, KY 40223]

▲ Enter your return address within the brackets above.

Phone number during the day: (502) 329 - 7075

INSTRUCTIONS (Continued)

8. Indicate if the corporation has, or has not, transacted business in Wisconsin after December 31, 1998 without holding a certificate of authority.

9 & 10. Provide the name and address of each of the corporation's officers and directors. If the corporation has no directors, indicate "None" in item 10.

11. Indicate if the corporation has members or does not have members.

12. Determine the filing fee appropriate to an application for an original certificate, an original certificate under the Supplement, or for an amended certificate.

13. The application is to be executed by an **officer** of the corporation. Print or type the name and title of the officer signing the application and the date it was signed.

Every application must be accompanied by a current **CERTIFICATE OF STATUS**, issued by the Secretary of State (or other official having custody of corporate records), under whose laws it is incorporated, attesting to the existence and status of the corporation. The certificate must be issued not more than 60 days prior to the delivery of this application.

SUPPLEMENT	
Basic qualification fee	\$ 45.00
PLUS back annual report fees (Each calendar year X \$15)	\$ 0.00
PLUS a penalty of \$50 for each year or portion of a year, after December 31, 1998, during which the corporation transacted business without a certificate of authority, but not more than \$500	\$ 0.00
TOTAL FILING FEE (post to item 12)	\$ 45.00



For Office



State of Wisconsin
Department of Financial Institutions

Endorsement

FOREIGN NONSTOCK CORPORATION CERTIFICATE OF AUTHORITY APPLICATION - CHAP 181

KENTUCKY HIGHER EDUCATION STUDENT LOAN CORPORATION

Received Date: 7/27/2017

Filed Date: 7/28/2017

Filing Fee: \$45.00

Expedited Fee: \$25.00

Total Fee: \$70.00

Entity ID#: K049682