

State of Idaho

Office of the Secretary of State

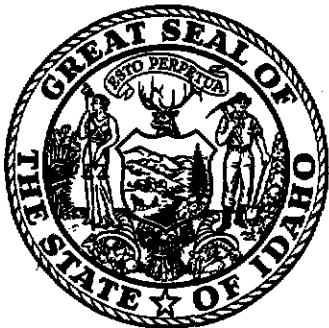
**CERTIFICATE OF AUTHORITY
OF
PROFESSIONAL PENSIONS, INC.**

File Number C 182976

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: May 1, 2009



Ben Ysuras

SECRETARY OF STATE

By *Sally Lloyd*



**APPLICATION FOR CERTIFICATE
OF AUTHORITY (For Profit)**
(Instructions on Back of Application)

09 MAY - 1 AM 11:03

SECRETARY OF STATE
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is:

Professional Pensions, Inc.

2. The name which it shall use in Idaho is: Professional Pensions, Inc.

3. It is incorporated under the laws of: Connecticut

4. Its date of incorporation is: 08/11/69

5. The address of its principal office is:

10 Research Parkway, Wallingford, CT 06492

6. The address to which correspondence should be addressed, if different from item 5, is:

c/o NFP, 500 W. Madison Street, Suite 2400, Chicago, IL 60661

7. The street address of its registered office in Idaho is: 1111 West Jefferson, Suite 530, Boise, ID 83702

and its registered agent in Idaho at that address is: C T Corporation System

8. The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
<u>Luis M. Nunes</u>	<u>Director</u>	<u>10 Research Parkway, Wallingford, CT</u>
<u>Maria Scarpa</u>	<u>Director</u>	<u>10 Research Parkway, Wallingford, CT</u>
<u>Brett Schneider</u>	<u>Director</u>	<u>340 Madison Ave, 19th Floor, New York, NY</u>
<u>Luis M. Nunes</u>	<u>President</u>	<u>10 Research Parkway, Wallingford, CT</u>
<u>Lori M. Lieser</u>	<u>Vice President</u>	<u>500 W. Madison St., Suite 2400, Chicago, IL</u>
<u>Malika Hinkson</u>	<u>Vice President</u>	<u>340 Madison Ave, 19th Floor, New York, NY</u>

Dated: 04/29/09

Signature: Malika Hinkson

Typed Name: Malika Hinkson

Capacity: Vice President

(The signer must be a director or an officer of the corporation.)

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

C 182976
 IDAHO SECRETARY OF STATE
 05/01/2009 05:00
 CX: 95379 CT: 20168 BH: 1164589
 1 @ 100.00 = 100.00 AUTH PRO # 2

Stamp/Notary
Registration No. 2005
Revised 10/2005

Office of the Secretary of the State of Connecticut

I, the Connecticut Secretary of the State, and keeper of the seal thereof,
DO HEREBY CERTIFY, that the certificate of incorporation of

PROFESSIONAL PENSIONS, INC.

a domestic STOCK corporation, was filed in this office on August 11, 1969, a certificate of dissolution
has not been filed, the corporation has filed all annual reports, and so far as indicated by the records of
this office such corporation is in existence.



Secretary of the State

Date Issued: April 30, 2009

Business ID: 0037621

Express

Certificate Number: 2009102563001

Note: To verify this certificate, visit the web site <http://www.concord.sots.ct.gov>