

State of Idaho

Office of the Secretary of State

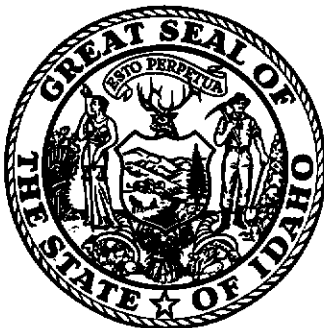
**CERTIFICATE OF AUTHORITY
OF
SBHU LIFE AGENCY, INC.**

File Number C 188561

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: September 22, 2010



Ben Yursa

SECRETARY OF STATE

By *Mary Decker*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

10 SEP 22 AM 10:36
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:
SBHU Life Agency, Inc.
2. The name which it shall use in Idaho is: _____
3. It is incorporated under the laws of: Delaware
4. Its date of incorporation is: March 14, 1977
5. The address of its principal office is:
1585 Broadway, New York, NY 10036
6. The address to which correspondence should be addressed, if different from item 5, is:

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
SEE ATTACHED		
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: 09/17/2010

Signature: Cheryl A. Grassmann

Typed Name: Cheryl A. Grassmann

Capacity: Assistant Secretary

[The signer must be a director or an officer of the corporation.]

Customer Acct # : _____

(if using pre-paid account)

Secretary of State use only

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 forms\appforcaofauthority_profit.pdf
 Revised 10/2008

IDAHO SECRETARY OF STATE
 09/22/2010 05:00
 CK: 19693 CT: 20168 RH: 1239967
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C188561

State of Idaho

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

Attachment for

SBHU Life Agency, Inc.

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

Directors

<u>Name</u>	<u>Address</u>
Daniel Fitzpatrick	1585 Broadway, New York, NY 10036
Stephen T. Marynowski	1585 Broadway, New York, NY 10036
Frank Zafran	1585 Broadway, New York, NY 10036

Officers

<u>Title</u>	<u>Name</u>	<u>Address</u>
Chief Executive Officer	Frank Zafran	1585 Broadway, New York, NY 10036
President	Stephen T. Marynowski	1585 Broadway, New York, NY 10036
Secretary	Daniel Fitzpatrick	1585 Broadway, New York, NY 10036
Treasurer	Anita Rios	1585 Broadway, New York, NY 10036
Vice President	Allan Barrows, II	1585 Broadway, New York, NY 10036
Vice President	Donna Boulay	1585 Broadway, New York, NY 10036
Vice President	Patricia Calhoon	1585 Broadway, New York, NY 10036
Vice President	Lawrence Cobrin	1585 Broadway, New York, NY 10036
Vice President	Dennis Deslauriers	1585 Broadway, New York, NY 10036
Vice President	Stephen W. Enoch	1585 Broadway, New York, NY 10036
Vice President	Robin Hodgskin	1585 Broadway, New York, NY 10036
Vice President	Gerry Hoyme	1585 Broadway, New York, NY 10036
Vice President	Thomas D. Kingsley	1585 Broadway, New York, NY 10036
Vice President	Myles Lambert	1585 Broadway, New York, NY 10036
Vice President	Patricia M. Landau	1585 Broadway, New York, NY 10036
Vice President	Antonio Lee	1585 Broadway, New York, NY 10036
Vice President	Jessalyn Nick	1585 Broadway, New York, NY 10036
Vice President	Louis A. Palladino, Jr.	1585 Broadway, New York, NY 10036
Vice President	Bruce R. Sandberg	1585 Broadway, New York, NY 10036

<u>Title</u>	<u>Name</u>	<u>Address</u>
Vice President	Todd Shriber	1585 Broadway, New York, NY 10036
Vice President	Gene Silverman	1585 Broadway, New York, NY 10036
Vice President	Catherine A. Talbott	1585 Broadway, New York, NY 10036
Assistant Secretary	Cheryl A. Grassmann	1585 Broadway, New York, NY 10036
Assistant Secretary	Charlene R. Herzer	1585 Broadway, New York, NY 10036
Assistant Secretary	Susan M. Krause	1585 Broadway, New York, NY 10036
Assistant Secretary	Kevin P. Mooney	1585 Broadway, New York, NY 10036

Delaware

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SBHU LIFE AGENCY, 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-FIRST DAY OF SEPTEMBER, A.D. 2010.

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.

0835704 8300

100928754

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8241213

DATE: 09-21-10