

State of Idaho

Office of the Secretary of State

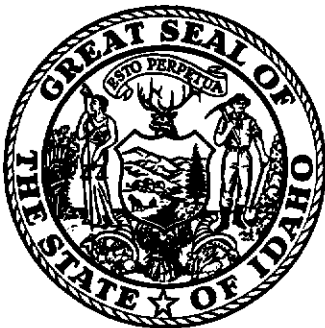
**CERTIFICATE OF AUTHORITY
OF
JOHN HANCOCK INSURANCE AGENCY, INC.**

File Number C 188414

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 8, 2010



Ben Yursa

SECRETARY OF STATE

By *Christine*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

10 SEP -8 PM 12:53

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:

JOHN HANCOCK INSURANCE 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: October 24, 2007

5. The address of its principal office is:

197 Clarendon Street, Boston, MA 02116

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

12550 W. Explorer Drive, Suite 100

7. The street address of its registered office in Idaho is: Boise, ID 83713

and its registered agent in Idaho at that address is: Corporation Service Company

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

Name	Title	Business Address
See attached officers/directors rider		
See attached officers/directors rider		

Dated: September 1, 2010

Signature: Kwong L. Yiu

Typed Name: Kwong L. Yiu

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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Revised 10/2008

IDAHO SECRETARY OF STATE
09/08/2010 05:00
CK: NONE CT: 1157 BH: 1238843
1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

0188414

JOHN HANCOCK INSURANCE AGENCY, INC.

Director	Business Address	Residential Address
Lynne Patterson	601 Congress St. Boston, MA 02210	361 Beacon St., Apt. 2 Boston, MA 02116
Brian Collins	601 Congress St. Boston, MA 02210	7 Borden Rd. Scituate, MA 02066
Jeffery Whitehead	601 Congress St. Boston, MA 02210	225 Northern Ave., #606 Boston, MA 02210
William Langan	1105 N. Market St. Wilmington, DE 19801	3024 Robin Lane Havertown, PA 19083
Amy Stengel	1105 N. Market St. Wilmington, DE 19801	205 Waverly Rd. Wilmington, DE 19803
Wallace Thompson	2 Queen St. East Toronto, ON, Canada M5C 3G7	44 Biedlow Manor Dr. Scarborough, ON, Canada M1E 1B2

Officer	Position	Business Address	Residential Address
Lynne Patterson	President	601 Congress St. Boston, MA 02210	361 Beacon St., Apt. 2 Boston, MA 02116
Brian Collins	Vice President	601 Congress St. Boston, MA 02210	7 Borden Rd. Scituate, MA 02066
Jeffery Whitehead	Vice President & CFO	601 Congress St. Boston, MA 02210	225 Northern Ave., #606 Boston, MA 02210
William Langan	Vice President, Administration	1105 N. Market St. Wilmington, DE 19801	3024 Robin Lane Havertown, PA 19083
Heather Hill	Secretary	1105 N. Market St. Wilmington, DE 19801	2327 Kennwynn Rd. Wilmington, DE 19810
Steven Moore	Treasurer	200 Bloor St. East Toronto, ON, Canada M4W 1E5	5614 Thorn Lane Burlington, ON, Canada L7L 6T8
Kwong Yiu	Assistant Secretary	200 Bloor St. East Toronto, ON, Canada M4W 1E5	49 Placentia Blvd. Scarborough, ON, Canada M4W 1E5

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "JOHN HANCOCK INSURANCE 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-THIRD DAY OF AUGUST, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "JOHN HANCOCK INSURANCE AGENCY, INC." WAS INCORPORATED ON THE TWENTY-FOURTH DAY OF OCTOBER, A.D. 2007.

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.

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8187633

DATE: 08-23-10