

M01000002517

JOHN HANCOCK DISTRIBUTORS, LLC
200 BLOOR STREET EAST
TORONTO, ONTARIO M4W1E5, OC

(Address)

(City/State/Zip/Phone #)

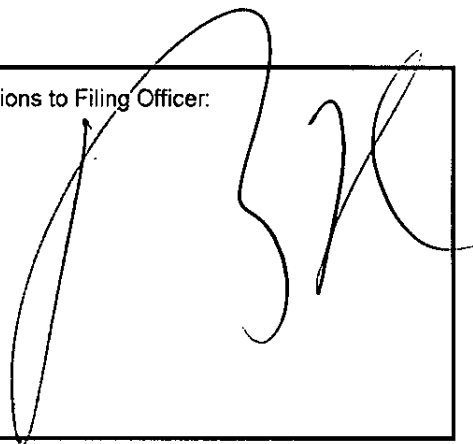
PICK-UP WAIT MAIL

(Business Entity Name)

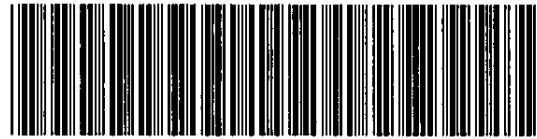
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FF \$25



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 661361 7428561

AUTHORIZATION :

COST LIMIT : \$ PPD (SEE REJECT LETTER)

ORDER DATE : December 13, 2006

ORDER TIME : 10:41 AM

ORDER NO. : 661361-005

CUSTOMER NO: 7428561

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TALLAHASSEE, FLORIDA

FOREIGN FILINGS

**RESUBMISSION OF PREVIOUS REJECTION

NAME: MANULIFE FINANCIAL SECURITIES
LLC

XX LIMITED LIABILITY COMPANY

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

RECEIVED
06 DEC 13 PM 12:45
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CONTACT PERSON: Troy Todd -- EXT# 2940

EXAMINER: _____



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 23, 2006

RESUBMIT

JOHN HANCOCK DISTRIBUTORS, LLC
200 BLOOR STREET EAST
TORONTO ONTARIO, M4W1E-5 XX

SUBJECT: MANULIFE FINANCIAL SECURITIES LLC
Ref. Number: M0100002517

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06 DEC 14 PM 3:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for MANULIFE FINANCIAL SECURITIES LLC and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We are enclosing the proper form(s) with instructions for your convenience.

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date not more than 90 days prior to delivery of the application to the Department of State by the Secretary of State or other official having custody of the records in the jurisdiction under the laws of which it is incorporated, formed, or organized. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

Please return your document, along with a copy of this letter, within 60 days of your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 006A00062844

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2006 DEC 14 AM 11:14
NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: Manulife Financial Securities LLC
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: 11/08/2001

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2006 DEC 14 PM 3:58
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TALLAHASSEE, FLORIDA


SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? _____
5. New name of the limited liability company: John Hancock Distributors LLC
6. If the amendment changes the period of duration, indicate new period of duration:

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: _____

9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.



Signature of a member or the authorized representative of a member

Christopher Walker

Typed or printed name of signee

Filing Fee: \$25.00

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID, FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "JOHN HANCOCK DISTRIBUTORS LLC", THE SEVENTH DAY OF DECEMBER, A.D. 2005, AT 10:45 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID LIMITED LIABILITY COMPANY IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



3391578 8320

061138336

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5272912

DATE: 12-13-06