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03 AUG 19 AM 9:20

DEPT. OF STATE  
TALLAHASSEE, FLORIDA

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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W03-18675-

**TRANSMITTAL LETTER**

FILED  
03 AUG 19 AM 9:20  
TALLAHASSEE, FLORIDA

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Jackson National Life Distributors, Inc.  
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Kelly L. Crosser

(Name of Person)

Jackson National Life Insurance Company

(Firm/Company)

1 Corporate Way, S-45

(Address)

Lansing, Michigan 48951

(City/State and Zip code)

For further information concerning this matter, please call:

Kelly L. Crosser

(Name of Person)

at ( 517 ) 367-3473

(Area Code & Daytime Telephone Number)

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☒ \$78.75 Filing Fee &  
Certificate of Status

☐ \$78.75 Filing Fee &  
Certified Copy

☐ \$87.50 Filing Fee,  
Certificate of Status &  
Certified Copy



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

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03 AUG 19 AM 9:20

— STATE OF STATE  
TALLAHASSEE, FLORIDA

June 30, 2003

KELLY L. CROSSER  
1 CORPORATE WAY, S-45  
LANSING, MI 48951

SUBJECT: JACKSON NATIONAL LIFE DISTRIBUTORS, INC.  
Ref. Number: W03000018675

We have received your document for JACKSON NATIONAL LIFE DISTRIBUTORS, INC.. However, the document has not been filed and is being returned for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1,150.00.

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a notarized affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501, 617.1501 or 608.502, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt  
Document Specialist

Letter Number: 003A00039358

**Jackson National Life Insurance Company**  
Insuring your financial future.



03 AUG 19 AM 9:20

STATE DEPT OF STATE  
TALLAHASSEE, FLORIDA

August 6, 2003

**VIA UPS OVERNIGHT**

Ms. Agnes Lunt  
Document Specialist  
Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

**RE: Jackson National Life Distributors, Inc.**  
**Reference # W03000018675**

Dear Ms. Lunt:

This is in response to your correspondence dated June 30, 2003, regarding the above-referenced matter.

Please be advised that the initial application filed by Jackson National Life Distributors, Inc. ("JNLD") indicated that the purpose of this entity was a "wholesale" broker-dealer. JNLD does not conduct any customer-related securities business in the state of Florida. JNLD's direct parent company, Jackson National Life Insurance Company (JNL), issues various securities and insurance-related products, and JNLD markets/distributes them to other broker-dealer and/or insurance agency entities and their registered salespersons. These other entities sell these products directly to the public, and these entities--not JNLD--receive transaction-related income from these sales.

In view of the nature of JNLD's business activities, i.e. wholesale, as opposed to any customer sales, JNLD does not come within the State of Florida's statutes of transacting business in the state. However, JNLD does lease employees from JNL who are located in the state of Florida who work with these other entities and their registered salespersons. JNLD's sole activity is to market and distribute the products of JNL, which is authorized to do business in Florida. JNLD has no business activities separate from those it performs for JNL.

Since JNLD leases employees who work in Florida, we realized that we may have an income tax filing requirement even though the employees are paid directly by JNL which files a separate income tax return in Florida. As a result, JNLD took the steps necessary to obtain a document number from the Secretary of State in order to file a Florida income tax return.

For your reference I have enclosed a copy of your correspondence and JNLD's Transmittal Letter and Application. If you should have any further questions, please feel free to contact me.

Sincerely,

Kelly L. Crosser  
Paralegal  
517-367-3473

Enclosures

Cc: Matthew Carter, JNL Tax Department  
File

1 Corporate Way  
Lansing, Michigan 48951  
P.O. Box 24068 (48909-4068)  
517/381-5500  
800/644-4JNL

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA

FILED

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

1. Jackson National Life Distributors, Inc.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware

(State or country under the law of which it is incorporated)

3. 38-3241867

(FEI number, if applicable)

4. 6/22/1995

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. 1/1/2002

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1 Corporate Way, Lansing, Michigan 48951

(Principal office address)

1 Corporate Way, Lansing, Michigan 48951

(Current mailing address)

8. Broker Dealer, Wholesaler

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road,

Plantation, Florida 33324

(City)

(Zip code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

C T Corporation System

Jennifer L. Gollbach  
Asst. Secretary

By:

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

**A. DIRECTORS**

Chairman: Clark P. Manning

Address: 1 Corporate Way  
Lansing, Michigan 48951

Vice Chairman: Michael A. Wells

Address: 401 Wilshire Blvd., Ste. 1200  
Santa Monica, California 90401

Director: Andrew B. Hopping

Address: 1 Corporate Way  
Lansing, Michigan 48951

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

President: Clifford J. Jack

Address: 8055 E. Tufts Avenue, Ste. 1000  
Denver, Colorado 80237

Vice President: Joseph D. Emanuel

Address: 8055 E. Tufts Avenue, Ste. 1000  
Denver, Colorado 80237

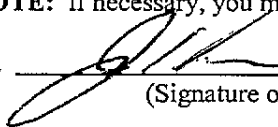
Secretary: James L. Simon

Address: 1 Corporate Way, Lansing, Michigan 48951

Treasurer: David Collett

Address: 401 Wilshire Blvd., Ste. 1100, Santa Monica, California 90401

**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. James L. Simon, Secretary  
(Typed or printed name and capacity of person signing application)

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CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

**Jackson National Life Distributors, Inc.**

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

**Name and Business Address**

**Position(s)**

Gregory B. Salsbury  
401 Wilshire Blvd.  
Suite 1200  
Santa Monica, CA 90401

Executive Vice President

Robert DeChellis  
8055 E. Tufts Avenue  
Suite 1100  
Denver, CO 80237

Executive Vice President, National Sales Manager

Barry L. Bulakites  
8055 E. Tufts Avenue  
Suite 1100  
Denver, CO 80237

Senior Vice President - National Sales Development

Bradley J. Powell  
210 Interstate North Parkway  
Suite 401  
Atlanta, GA 30339-2120

Executive Vice President

Allan Chiulli  
8055 E. Tufts Avenue  
Suite 1000  
Denver, CO 80237

Executive Vice President -- Investment Manager Relations

John Kawauchi  
8055 E. Tufts Avenue  
Suite 1100  
Denver, CO 80237

Senior Vice President - Marketing and Corporate  
Communications

Doug Campbell  
8055 E. Tufts Avenue  
Suite 1100  
Denver, CO 80237

Senior Vice President and National Sales Director

James Livingston  
8055 E. Tufts Avenue  
Suite 1100  
Denver, CO 80237

Senior Vice President -- Product Development

Greg Smith  
8055 E. Tufts Avenue

Senior Vice President -- Project Management/Business  
Solutions

**Name and Business Address**

Suite 1100  
Denver, CO 80237

Scott Yessner  
401 Wilshire Boulevard  
Suite 1200  
Santa Monica, CA 90401

Pam Aurbach  
401 Wilshire Boulevard  
Suite 1200  
Santa Monica, CA 90401

Nikhil Advani  
8055 E. Tufts Avenue  
Suite 1100  
Denver, CO 80237

Kendall Best  
401 Wilshire Boulevard  
Suite 1200  
Santa Monica, CA 90401

William Britt  
8055 E. Tufts Avenue  
Suite 1100  
Denver, CO 80237

Tori Bullen  
210 Interstate North Parkway  
Suite 401  
Atlanta, GA 30339-2120

Steve Goldberg  
8055 E. Tufts Avenue  
Suite 1000  
Denver, CO 80237

Luis Gomez  
8055 E. Tufts Avenue  
Suite 1100  
Denver, CO 80237

Thomas Hull  
8055 E. Tufts Avenue

**Position(s)**

Senior Vice President – Strategic Initiatives

Vice President - National Sales Development

Vice President

Vice President – Strategic Relations

Vice President – Marketing Planning and Analysis

Vice President - Institutional Marketing Group

Vice President – Guaranteed Product Development

Vice President – Marketing

Vice President – Life Product Development

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CLERK OF STA  
TALLAHASSEE, FLOR



**Name and Business Address**

Suite 1100  
Denver, CO 80237

Nicholas Koutouras  
8055 E. Tufts Avenue  
Suite 1100  
Denver, CO 80237

Lisa Pedote  
401 Wilshire Boulevard  
Suite 1200  
Santa Monica, CA 90401

Peter Radloff  
8055 E. Tufts Avenue  
Suite 1100  
Denver, CO 80237

David Sprague  
8055 E. Tufts Avenue  
Suite 1100  
Denver, CO 80237

Phil Wright  
8055 E. Tufts Avenue  
Suite 1100  
Denver, CO 80237

Anthony Dowling  
8055 E. Tufts Avenue  
Suite 1100  
Denver, CO 80237

**Position(s)**

Vice President – Business Development

Vice President - Finance

Vice President – Marketing

Vice President – National Sales Development

Vice President - Communications

Assistant Vice President and Chief Compliance Officer

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

# Delaware

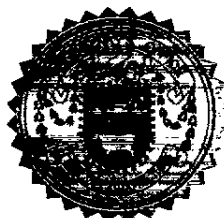
*The First State*

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "JACKSON NATIONAL LIFE DISTRIBUTORS, 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 SEVENTH DAY OF JUNE, A.D. 2003.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

2519733 8300

AUTHENTICATION: 2459301

030349741

DATE: 06-07-03