

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 9, 1995.
 AMOUNT DUE ON OR BEFORE 6/30/95: \$225 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$375)

PROFIT CORPORATION ANNUAL REPORT 1995



FLORIDA DEPARTMENT OF STATE
 Sandra B. Morham
 Secretary of State
 DIVISION OF CORPORATIONS

APPROVED AND FILED

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95 JUN 26 PM 1:38

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA.

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 ****225.00 ****225.00

DO NOT WRITE IN THIS SPACE.

DOCUMENT # 811220 (3)
 1. Corporation Name
 THE MANUFACTURERS LIFE INSURANCE COMPANY (U.S.A.)

Principal Place of Business Mailing Address
 200 BLOOR ST. E P.O. BOX 640
 TORONTO-ONTARIO CA M4W 1E5- BUFFALO NY 14201-0640
 -US- US

3. Date Incorporated or Qualified 08/09/1956 3a. Date of Last Report 05/01/1994
 4. FEI Number 01-0233346 Applied For Not Applicable
 5. Certificate of Status Desired \$8.75 Additional Fee Required
 6. Election Campaign Financing Trust Fund Contribution \$5.00 May Be Added to Fees
 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes Yes No

2. Principal Place of Business 2a. Mailing Address
 21 Suite, Apt. #, etc. 28 Attn: L. T. Fior, Jr.
 22 City & State 27 City & State
 23 Toronto, Ontario 28
 24 Zip 25 Country 29 Zip 30 Country
 M4W 1E5 Canada

9. Name and Address of Current Registered Agent
 THE INSURANCE COMMISSION
 THE CAPITOL
 TALLAHASSEE FL

10. Name and Address of New Registered Agent
 81 Name T. A. Donovan
 82 Street Address (P.O. Box Number is Not Acceptable) 4830 West Kennedy Blvd
 83 Suite 590, One Urban Center
 84 City Tampa FL 85 Zip Code 33609

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent of being in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of Section 607.0505, Florida Statutes.
 T. A. Donovan
 Region Manager June 16, 1995
 SIGNATURE DATE

12. OFFICERS AND DIRECTORS

TITLE	S
NAME	NESBITT, STEPHEN C.
STREET ADDRESS	63 ST. CLAIR AVE. W., STE. #205
CITY-ST-ZIP	TRONTO, ONTARIO
TITLE	D
NAME	GORDON, BRUCE H.
STREET ADDRESS	19 ABBEYWOOD TRL
CITY-ST-ZIP	ONTARIO, CANADA
TITLE	T
NAME	BLOCK, MARTIN F
STREET ADDRESS	28 CANARY CRESCENT
CITY-ST-ZIP	WILLOSDALE, ONTARIO FN
TITLE	D
NAME	PARKINSON, DONALD W.
STREET ADDRESS	178 OLD YONGE ST
CITY-ST-ZIP	ONTARIO, CANADA
TITLE	D
NAME	PIETROSKI, JOSEPH J.
STREET ADDRESS	181 N MEADOW CRES
CITY-ST-ZIP	ONTARIO, CANADA
TITLE	VA
NAME	GUY, GEOFFREY I
STREET ADDRESS	RR #1 ELORA
CITY-ST-ZIP	ONTARIO, NOB 150

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	Change	Addition
1.2 NAME		
1.3 STREET ADDRESS	334 St. Clements Avenue	
1.4 CITY-ST-ZIP	Toronto, Ontario M4R 1H5 Canada	
2.1 TITLE	Change	Addition
2.2 NAME		
2.3 STREET ADDRESS	Don Mills, Ontario M3B 3A4 Canada	
2.4 CITY-ST-ZIP		
3.1 TITLE	Change	Addition
3.2 NAME		
3.3 STREET ADDRESS	Willowdale, Ontario M2K 1Z1 Canada	
3.4 CITY-ST-ZIP		
4.1 TITLE	Change	Addition
4.2 NAME	Coles, Richard S.	
4.3 STREET ADDRESS	73 Indian Grove	
4.4 CITY-ST-ZIP	Toronto, Ontario M6R 2Y5 Canada	
5.1 TITLE	Change	Addition
5.2 NAME	Richardson, John D.	
5.3 STREET ADDRESS	RR #2	
5.4 CITY-ST-ZIP	Acton, Ontario L7J 2L8 Canada	
6.1 TITLE	Change	Addition
6.2 NAME	Ogler, John R.	
6.3 STREET ADDRESS	1206 Abbey Road	
6.4 CITY-ST-ZIP	Pickering, Ontario L1X 1V9 Canada	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 110.07(3)(b), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 907, Florida Statutes; and that my name appears in Block 12 or Block 13 if applicable, or both, with an address.
 SIGNATURE: Martin F. Block Treasurer June 16, 1995 (416) 926-5904
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

See Attachment

See Attachment

CR2E034 (3/85)

8/12/20 (2)

THE MANUFACTURERS LIFE INSURANCE COMPANY (U.S.A.)
260 BLOOR STREET EAST
TORONTO, ONTARIO M4W 1E5 CANADA

OFFICERS AND DIRECTORS

Name	Title	Address
John David Richardson	Chairman of the Board, President, and Director	RR #2 Acton, Ontario L7J 2L8 Canada
Stephen Craig Nesbitt	Secretary and General Counsel	334 St. Clements Avenue Toronto, Ontario M4R 1H5 Canada
Martin Frederick Block	Treasurer	28 Canary Crescent Willowdale, Ontario M2K 1Z1 Canada
John Richard Ostler	Financial Vice President and Actuary	1206 Abbey Road Pickering Ontario L1X 1V9 Canada
Richard Bonar Coles	Director	73 Indian Grove Toronto, Ontario M6R 2Y5 Canada
Herbert Bruce Gordon	Director	19 Abbeywood Trail Don Mills, Ontario M3B 3B4 Canada
Geoffrey Ivan Guy	Director	RR #1 Elora, Ontario N0B 1S0 Canada
Joseph Backhouse Mounsey	Director	218 Blythwood Road Toronto, Ontario M4N 1A6 Canada
Joseph John Pietroski	Director	161 North Meadow Crescent Thornhill, Ontario L4J 3C4 Canada
Rex Elbridge Schlaybaugh	Director	735 Shirley Birmingham, Michigan 48009