

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
Apr 27 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **811220** (3)
1. Corporation Name
THE MANUFACTURERS LIFE INSURANCE COMPANY (U.S.A.)

Principal Place of Business 200 BLOOR ST. E TORONTO ON M4W 1-5 US	Mailing Address ATTN: L.T. FLOR. JR. P.O. BOX 640 BUFFALO NY 14201-0640 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 08/09/1956	
21 Suite, Apt #, etc.	26	27 Suite, Apt #, etc.	28	4. FEI Number 01-0233346	Applied For Not Applicable
22 City & State	27	28 City & State	29	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23 Zip	24	25 Country	26	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
27 Zip	28	29 Country	30	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

9. Name and Address of Current Registered Agent

**DONOVAN, T.A.
4830 WEST KENNEDY BLVD
SUITE 590, ONE URBAN CENTER
TAMPA FL 33609**

10. Name and Address of New Registered Agent

81 Name	85 Zip Code
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	FL

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, or both, 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.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	SGC	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GALLAGHER, JAMES DAVID	1.2 NAME	
STREET ADDRESS	73 TREMONT ST., SUITE 1300	1.3 STREET ADDRESS	
CITY-ST-ZIP	BOSTON MA	1.4 CITY-ST-ZIP	
TITLE	PDCB	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	RICHARDSON, JOHN DAVID	2.2 NAME	
STREET ADDRESS	200 BLOOR ST EAST	2.3 STREET ADDRESS	
CITY-ST-ZIP	TORONTO ON	2.4 CITY-ST-ZIP	
TITLE	WONG, JEAN	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WONG, JEAN	3.2 NAME	
STREET ADDRESS	200 BLOOR ST EAST	3.3 STREET ADDRESS	
CITY-ST-ZIP	TORONTO ON	3.4 CITY-ST-ZIP	
TITLE	VPCF	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	VRYSEN, JOHN GYSBERTUS	4.2 NAME	
STREET ADDRESS	73 TREMONT ST., SUITE 1300	4.3 STREET ADDRESS	
CITY-ST-ZIP	BOSTON MA	4.4 CITY-ST-ZIP	
TITLE	D	5.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	COLES, RICHARD BONAR	5.2 NAME	
STREET ADDRESS	200 BLOOR ST EAST	5.3 STREET ADDRESS	
CITY-ST-ZIP	TORONTO, ONTARIO	5.4 CITY-ST-ZIP	
TITLE	D	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GORDON, HERBERT BRUCE	6.2 NAME	
STREET ADDRESS	200 BLOOR ST EAST	6.3 STREET ADDRESS	
CITY-ST-ZIP	TORONTO ON	6.4 CITY-ST-ZIP	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), 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 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, on an attachment with an address.

SIGNATURE:

Jeann Wong

Jeann Wong

April 7th/98 (416) 926-3684

CR2E034 (10/97)