

2005 FOR PROFIT CORPORATION ANNUAL REPORT

FILED
Jan 12, 2005 8:00 am
Secretary of State

01-12-2005 90017 007 ***150.00

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01042005 Chg-P CR2E034 (10/03)

DOCUMENT # 828190 1. Entity Name SUN LIFE ASSURANCE COMPANY OF CANADA (U.S.)					
Principal Place of Business ONE SUN LIFE EXECUTIVE PARK WELLESLEY HILLS, MA 02181 US			Mailing Address ONE SUN LIFE EXECUTIVE PARK SC 1335 WELLESLEY HILLS, MA 02181 US		
2. Principal Place of Business		3. Mailing Address			
Suite, Apt. #, etc.		Suite, Apt. #, etc.			
City & State		City & State			
Zip 02481	Country	Zip 02481	Country	4. FEI Number 04-2461439	
5. Certificate of Status Desired <input type="checkbox"/>				\$8.75 Additional Fee Required	
6. Name and Address of Current Registered Agent			7. Name and Address of New Registered Agent		
CHIEF FINANCIAL OFFICER P O BOX 6200 (32314-6200) 200 E. GAINES ST TALLAHASSEE, FL 32399-0000			Name Street Address (P.O. Box Number is Not Acceptable) City <div style="text-align: right;"> FL Zip Code </div>		
8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.					
SIGNATURE _____ <small>Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)</small>					
FILE NOW!!! FEE IS \$150.00 After May 1, 2005 Fee will be \$550.00		9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/> \$5.00 May Be Added to Fees			
10. OFFICERS AND DIRECTORS			11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	CD PRIEUR, C. JAMES 150 KING STREET WEST TORONTO, ON, CN M5H-19 <input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	CD PriEUR, C. James 150 King Street West Toronto, Ontario, Canada M5H1J9 <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D MCNULTY, JAMES A III ONE SUN LIFE EXECUTIVE PARK WELLESLEY HILLS, MA 02481 <input checked="" type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	Director Bogart, Thomas A. 150 King Street West Toronto, Ontario, Canada M5H 1J9 <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	CFOT CORSI, GARY ONE SUN LIFE EXECUTIVE PARK WELLESLEY HILLS, MA 02481 <input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	VP&CFO&Treasurer&Director Corsi, Gary One Sun Life Executive Park Wellesley Hills, MA 02481 <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	S KING, ELLEN B ONE SUN LIFE EXECUTIVE PARK WELLESLEY HILLS, MA 02181 <input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	S King, Ellen B. One Sun Life Executive Park Wellesley Hills, MA 02481 <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D STEWART, DONALD A 150 KING STREET WEST TORONTO, ON, CN M5H-19 <input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	D Stewart, Donald A. 150 King Street West Toronto, Ontario, Canada M5H1J9 <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VP POLKINGHORN, PHILIP K ONE SUN LIFE EXECUTIVE PARK WELLESLEY HILLS, MA 02481 <input checked="" type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	VP, Annuities & Director Fay, Mary M. One Sun Life Executive Park Wellesley Hills, MA 02481 <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition	
12. 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 report or supplemental 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.					
SIGNATURE: <i>Ellen B. King</i> Ellen B. King, Secretary 1/10/05 (781) 446-2486					

ATTACHMENT

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Sun Life Assurance Company of Canada (U.S.)

Directors / Officers continued

Scott M. Davis

Vice President and General Counsel and Director

Primary Address: Sun Life Assurance Company of Canada
One Sun Life Executive Park
Wellesley Hills, Massachusetts 02481 (United States)

Paul W. Derksen

Director

Primary Address: Sun Life Financial Inc.
150 King Street West, 5th Floor
Toronto, Ontario M5H 1J9 (Canada)

Robert C. Salipante

President and Director

Primary Address: Sun Life Assurance Company of Canada
One Sun Life Executive Park
Wellesley Hills, Massachusetts 02481 (United States)

Claude A. Accum

Vice President, Individual Insurance

Primary Address: Sun Life Assurance Company of Canada
One Sun Life Executive Park
Wellesley Hills, Massachusetts 02481 (United States)

James M.A. Anderson

Vice President, Investments

Primary Address: Sun Life Assurance Company of Canada
One Sun Life Executive Park
Wellesley Hills, Massachusetts 02481 (United States)

Keith Gubbay

Vice President and Chief Actuary

Primary Address: Sun Life Assurance Company of Canada
One Sun Life Executive Park
Wellesley Hills, Massachusetts 02481 (United States)

Janet V. Whitehouse

Vice President, Human Resources & Public Relations

Primary Address: Sun Life Assurance Company of Canada
One Sun Life Executive Park
Wellesley Hills, Massachusetts 02481 (United States)

John R. Wright

Executive Vice-President, Sun Life Financial U.S. Operations

Primary Address: Sun Life Assurance Company of Canada
One Sun Life Executive Park
Wellesley Hills, Massachusetts 02481 (United States)

Sun
Life FinancialSM

ATTACHMENT

Amy E. Mihaich
Paralegal
Law Department

40000895
828190
Sun Life Assurance
Company of Canada
1335
One Sun Life Executive Park
Wellesley Hills, MA 02481-5699
Tel: (781) 446-1825
(800) 786-5433 ext. 1825
Fax: (781) 237-0707
amy_mihaich@sunlife.com

VIA OVERNIGHT MAIL

January 10, 2005

Division of Corporations
2670 Executive Center Circle
Tallahassee, Florida 32301

Re: Sun Life Assurance Company of Canada ("SLOC")
Sun Life Assurance Company of Canada (U.S.) ("SLUS")
Independence Life and Annuity Company ("ILAC")
MFS/Sun Life Financial Distributors, Inc. ("MFSLF")

To Whom It May Concern:

Enclosed please find the 2005 Annual Reports for SLOC, SLUS, ILAC and MFSLF, together with a check in the amount of \$150.00 for each company.

If you have any questions, please do not hesitate to contact me at the above numbers.

Very truly yours,

Amy E. Mihaich

Amy E. Mihaich
Paralegal

Enclosures