

CT CORPORATION SYSTEM

F01000003558

CORPORATION(S) NAME

Hereford Insurance Agency, Inc.

FILED
01 JUL 15 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

400004460104--1
-07/05/01--01065--011
***1150.00 ***1150.00

400004460104--1
-07/05/01--01065--022
*****70.00 *****70.00

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<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

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Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

6/15/01

Order#: 4551008

Ref#: _____

Amount: \$ _____

BK

RECEIVED
01 JUL -5 AM 11:14
DIVISION OF CORPORATION

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

✓

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*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*

1. Hereford Insurance Agency, 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. Massachusetts 3. 04-3258586
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 11/23/1994 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 05/08/2000
(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. 501 Boylston Street, Boston, MA 02117
(Principal office address)
- same
(Current mailing address)

8. To engage in the sale of life, variable annuities and health insurance
(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.

By: Patricia A. Canale
(Registered agent's signature) **PATRICIA A. CANALE**
SPECIAL ASSISTANT SECRETARY

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: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHMENT

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

14. Genevieve C. Martin, President
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

**Officers and Directors
Hereford Insurance Agency of MA**

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TALLAHASSEE, FLORIDA

Names and Addresses of Officers

1. President & Treasurer

Genevieve C. Martin

Office Address: c/o New England Securities Corporation
399 Boylston Street
Boston, MA 02116

2. Secretary/Clerk

Stephen J. McLaughlin

Office Address: c/o New England Life Insurance Company
501 Boylston Street
Boston, MA 02117

3. Assistant Secretary/Assistant Clerk

Abby C. von der Heyde

Office Address: c/o New England Life Insurance Company
501 Boylston Street
Boston, MA 02117

4. Assistant Treasurers

Steven J. Brash

Office Address: Metropolitan Life Insurance Company
One Madison Avenue
New York, NY 10010

Leo R. Brown

Office Address: Metropolitan Life Insurance Company
One Madison Avenue
New York, NY 10010

Gregory Harrison

Office Address: Metropolitan Life Insurance Company
One Madison Avenue
New York, NY 10010

Names and Addresses of Directors

John A. Pini

Office Address: c/o New England Life Insurance Company
501 Boylston Street
Boston, MA 02117

Thomas W. McConnell

Office Address: c/o New England Securities Corporation
399 Boylston Street
Boston, MA 02116

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TALLAHASSEE, FLORIDA

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William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth
State House, Boston, Massachusetts

June 8, 2001

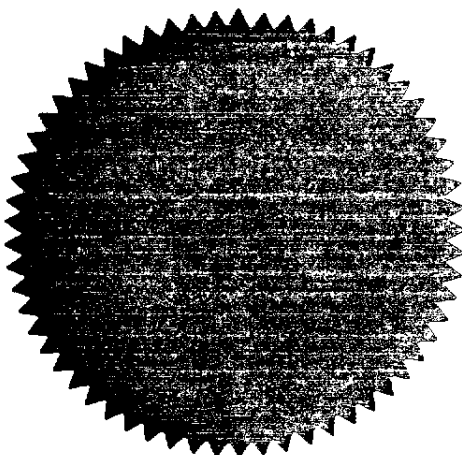
TO WHOM IT MAY CONCERN:

I hereby certify that according to the records of this office,

HEREFORD INSURANCE AGENCY, INC.

is a domestic corporation organized on **November 23, 1994**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156B section 101 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

*MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.

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TALLAHASSEE, FLORIDA