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2005 MAY -U A 11:36

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Tufts Benefit Administrators, 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:

Susan Kee

(Name of Person)

Tufts Benefit Administrators, Inc.

(Firm/Company)

333 Wyman Street

(Address)

Waltham, MA 02451

(City/State and Zip code)

For further information concerning this matter, please call:

Susan Kee

(Name of Person)

at (781) 768-9305

(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

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

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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. 2005 MAY -4 A 11: 36

1. Tufts Benefit Administrators, Inc. SECRETARY OF STATE
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," TALLAHASSEE, FLORIDA
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Massachusetts 3. 04-3270923
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 04/27/1995 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 333 Wyman Street, Waltham, MA 02451
(Principal office address)
- same
(Current mailing address)

8. _____
(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 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

By: 

(Registered agent's signature)

SALVINA AMENTA-GRAY
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

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Chairman: SEE ATTACHMENT

Address: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. James Roosevelt Jr.

(Signature of Director or Officer listed in number 12 of the application)

14. James Roosevelt, Jr. Clerk, Senior Vice President and General Counsel

(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**TUFTS BENEFIT ADMINISTRATORS, INC.
2004-2005 OFFICERS**

<u>Name</u>	<u>Office</u>	<u>Mailing Address</u>
Nancy L. Learning	President and Chief Executive Officer	333 Wyman St., Waltham, MA 02451
Richard Hallworth	Chief Operating Officer	333 Wyman St., Waltham, MA 02451
Kevin Counihan	Senior Vice President of Sales and Marketing	333 Wyman St., Waltham, MA 02451
J. Andy Hilbert	Senior Vice President and Chief Financial Officer	333 Wyman St., Waltham, MA 02451
James Roosevelt, Jr., Esq.	Clerk, Senior Vice President and General Counsel	333 Wyman St., Waltham, MA 02451
Lois Dehls Cornell, Esq.	Assistant Clerk, Assistant Vice President, Deputy General Counsel and Senior Compliance Officer	333 Wyman St., Waltham, MA 02451
Roland Price	Treasurer	333 Wyman St., Waltham, MA 02451

**TUFTS BENEFIT ADMINISTRATORS, INC.
2004-2005 BOARD OF DIRECTORS**

<u>Name</u>	<u>Office</u>	<u>Mailing Address</u>
Richard Hallworth	Director	333 Wyman St., Waltham, MA 02451
Nancy L. Learning	Director	333 Wyman St., Waltham, MA 02451



The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

William Francis Galvin
Secretary of the
Commonwealth

March 25, 2005

TO WHOM IT MAY CONCERN:

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

TUFTS BENEFIT ADMINISTRATORS, INC.

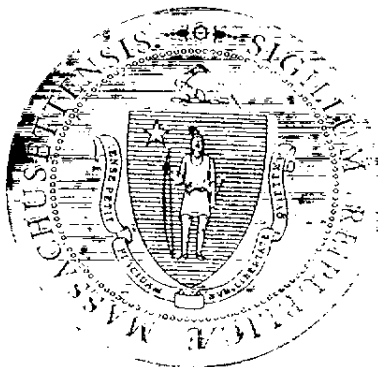
is a domestic corporation organized on **April 27, 1995**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156D section 14.21 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