

F110000001982

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

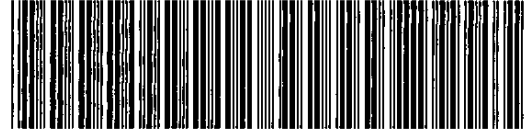
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

~~611-20656~~

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04/11/11--01023--026 \*\*87.50

05/10/11--01033--001 \*\*1400.00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

11 MAY -9 PM 4:15

FILED

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## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** PanAgora Asset Management, 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," or "Certificate of Good Standing" 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:

Louis X. Iglesias

Name of Person

PanAgora Asset Management, Inc

Firm/Company

470 Atlantic Avenue, 8th Floor

Address

Boston, MA 02210

City/State and Zip code

liglesias@panagora.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Stephanie Ackerman

Name of Person

at ( 617 ) 439-6625

Area Code & Daytime Telephone Number

**STREET/COURIER ADDRESS:**

New Filing Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

New Filing 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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

April 13, 2011

LOUIS X. IGLESIAS  
470 ATLANTIC AVENUE, 8TH FLOOR  
BOSTON, MA 02210

SUBJECT: PANAGORA ASSET MANAGEMENT, INC.  
Ref. Number: W11000020656

We have received your document for PANAGORA ASSET MANAGEMENT, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to the application submitted to this office, this entity transacted business in the state of Florida before properly registering with the Florida Department of State, Division of Corporations. Consequently, a \$500 civil penalty and an annual report filing fee for each year the entity failed to properly file a Florida annual report are due this office. Based on the date entered on the application, the civil penalty and annual report filing fees total \$1,400.00.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6962.

Valerie Herring  
Regulatory Specialist II  
New Filing Section

Letter Number: 711A00008924

**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. PanAgora Asset Management, Inc.  
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"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. Delaware 3. Federal EIN # 04-3063840  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. September 22, 1989 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. November 16, 2005  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 470 Atlantic Avenue 8<sup>th</sup> floor, Boston, MA 02210  
(Principal office address)

470 Atlantic Avenue 8<sup>th</sup> floor, Boston, MA 02210  
(Current mailing address)

8. To provide investment advisory services  
(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: Kristen Betzger Kristen Betzger, Assistant  
(Registered agent's signature) 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.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

11 MAY - 9 PM 4: 15

12. Names and business addresses of officers and/or directors:

**A. DIRECTORS**

Chairman: Robert L. Reynolds

Address: Putnam Investments

One Post Office Square, Boston, MA 02109

Vice Chairman: Jeffrey Orr

Address: Power Financial Corporation

751 Victoria Square, Montreal, Quebec, Canada H2Y2J3

Director: Philip Ryan

Address: Power Financial Corporation

751 Victoria Square, Montreal, Quebec, Canada H2Y2J3

Director: Richard B. Tibbetts

Address: Putnam Investments

One Post Office Square, Boston, MA 02109

**B. OFFICERS**

President: Eric H. Sorensen, CEO

Address: PanAgora Asset Management, Inc

470 Atlantic Avenue, 8th Floor, Boston, MA 02210

Vice President: Michael Turpin, COO

Address: PanAgora Asset Management, Inc

470 Atlantic Avenue, 8th Floor, Boston, MA 02210

Secretary: Louis X. Iglesias, CCO

Address: PanAgora Asset Management, Inc 470 Atlantic Avenue, 8th Floor, Boston, MA 02210

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

13. \_\_\_\_\_

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Louis X. Iglesias, CCO

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

APPROVED  
AND  
FILED

11 MAY -9 PM 1:15

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

APPROVED  
AND  
FILED

11 MAY -9 PM 4:15

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

***Addendum to Florida Department of State Divisions of Corporations application:***

Additional Directors:

**Eric H. Sorensen**

PanAgora Asset Management

470 Atlantic Avenue, 8<sup>th</sup> Floor

Boston MA. 02210

**Hiroshi Ishimura**

Nippon Life Insurance Company

1251 Avenue of the Americas, 18<sup>th</sup> Floor

New York, NY 10020-1198

**Tomohiko Masuda**

NLI International Inc

1251 Avenue of the Americas, 18<sup>th</sup> Floor

New York, NY 10020-1198

# Delaware

*The First State*

APPROVED  
AND  
FILED

PAGE 19 PM 4:15

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PANAGORA ASSET MANAGEMENT, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF APRIL, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.


AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



2208501 8300

110378257

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8670911

DATE: 04-05-11