

**Electronic Articles of Incorporation
For**

**N01000008855
FILED
December 19, 2001
Sec. Of State**

MASSMUTUAL OWNERS ASSOCIATION, INC.

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

MASSMUTUAL OWNERS ASSOCIATION, INC.

Article II

The principal place of business address:

15300 PALMWOOD ROAD
PALM BEACH GARDENS, FL. 33410

The mailing address of the corporation is:

PO BOX 7190
JUPITER, FL. 33468

Article III

The specific purpose for which this corporation is organized is:

THE MASSMUTUAL OWNERS ASSOCIATION SERVES THE BEST INTERESTS
OF POLICY OWNERS OF MASSACHUSETTS MUTUAL AND CONNECTICUT
MUTUAL LIFE INSURANCE COMPANIES.

Article IV

The manner in which directors are elected or appointed is:

AS STATED IN BY-LAWS

Article V

The name and Florida street address of the registered agent is:

JAMES V BAKER
15300 PALMWOOD ROAD
PALM BEACH GARDENS, FL. 33410

I certify that I am familiar with and accept the responsibilities of
registered agent.

Registered Agent Signature: JAMES V. BAKER

Article VI

The name and address of the incorporator is:

JAMES V. BAKER
15300 PALMWOOD ROAD

PALM BEACH GARDENS, FL. 33410

Incorporator Signature: JAMES V. BAKER