



State of Rhode Island and Providence Plantations
Department of State - Business Services Division

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Application for Certificate of Authority

FOREIGN Business Corporation

→ Filing Fee: \$310.00 minimum

Pursuant to the provisions of RIGL 7-1.2-1405, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is: Voya Services Company		
2 It is incorporated under the laws of: Delaware		
3. The name, if different, which it elects to use in Rhode Island is: (a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation", "company", "incorporated", or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island: (b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:		
4. The date of its incorporation is: 10/25/1983 And the period of its duration is: CHECK ONE BOX ONLY ☒ Perpetual (on-going) ☐ Date certain for dissolution _____		
5. The address of its principal office is: 5780 Powers Ferry Road NW, Atlanta, GA 30327		
6. The name and address of the initial registered agent/office in Rhode Island: Agent Name C T Corporation System Street Address (NOT a P.O. Box) 450 Veterans Memorial Highway, Suite 7A City/Town East Providence State RHODE ISLAND Zip Code 02914		

MAIL TO:

Division of Business Services
148 W. River Street, Providence, Rhode Island 02904-2615
Phone: (401) 222-3040
Website: www.sos.ri.gov

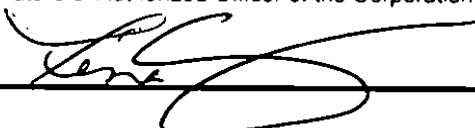
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7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are: Acts as the entity designated to contract for external goods, services and other resources for various affiliates.																							
8. (a) The names and respective addresses of its directors (optional, unless directors are required under the laws of the state or country of which it is incorporated): <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 35%;">NAME</th> <th style="width: 65%;">ADDRESS</th> </tr> </thead> <tbody> <tr> <td>Rodney O. Martin, Jr.</td> <td>230 Park Avenue, New York, NY 10169</td> </tr> <tr> <td>Michael S. Smith</td> <td>230 Park Avenue, New York, NY 10169</td> </tr> <tr> <td> </td> <td> </td> </tr> <tr> <td> </td> <td> </td> </tr> </tbody> </table> Check the box to indicate an attachment ☐				NAME	ADDRESS	Rodney O. Martin, Jr.	230 Park Avenue, New York, NY 10169	Michael S. Smith	230 Park Avenue, New York, NY 10169														
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8. (b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated): <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 15%;">OFFICE</th> <th style="width: 35%;">NAME</th> <th style="width: 50%;">ADDRESS</th> </tr> </thead> <tbody> <tr> <td>PRESIDENT</td> <td>Rodney O. Martin, Jr.</td> <td>230 Park Avenue, New York, NY 10169</td> </tr> <tr> <td>VICE PRESIDENT</td> <td>Ronald E. Falkner</td> <td>One Orange Way, Windsor, CT 06095</td> </tr> <tr> <td>TREASURER</td> <td>David S. Pendergrass</td> <td>5780 Powers Ferry Road NW, Atlanta, GA 30327</td> </tr> <tr> <td>SECRETARY</td> <td>Jennifer M. Ogren</td> <td>20 Washington Avenue South, Minneapolis, MN 55401</td> </tr> </tbody> </table> Check the box to indicate an attachment ☒				OFFICE	NAME	ADDRESS	PRESIDENT	Rodney O. Martin, Jr.	230 Park Avenue, New York, NY 10169	VICE PRESIDENT	Ronald E. Falkner	One Orange Way, Windsor, CT 06095	TREASURER	David S. Pendergrass	5780 Powers Ferry Road NW, Atlanta, GA 30327	SECRETARY	Jennifer M. Ogren	20 Washington Avenue South, Minneapolis, MN 55401					
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9. The aggregate number of shares which it has authority to issue; itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is: <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 20%;">NUMBER OF SHARES</th> <th style="width: 20%;">CLASS</th> <th style="width: 20%;">SERIES</th> <th style="width: 40%;">PAR VALUE OR STATE NO PAR VALUE</th> </tr> </thead> <tbody> <tr> <td>10</td> <td>Common</td> <td> </td> <td>1,000</td> </tr> <tr> <td> </td> <td> </td> <td> </td> <td> </td> </tr> <tr> <td> </td> <td> </td> <td> </td> <td> </td> </tr> <tr> <td> </td> <td> </td> <td> </td> <td> </td> </tr> </tbody> </table>				NUMBER OF SHARES	CLASS	SERIES	PAR VALUE OR STATE NO PAR VALUE	10	Common		1,000												
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10. An estimate, as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located. (Note: Percentage obtained from worksheet.) <u>0</u> %																							
11. An estimate, as a percentage, of the proportion of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year compared to the gross amount thereof which will be transacted by the corporation during the following year. (Note: Percentage obtained from worksheet.) <u>0.02</u> %																							

12. This application must be accompanied by a <u>Certificate of Good Standing/Letter of Status</u> from the state or country of formation dated within 60 days of the date of this filing.	
13. Date when the Certificate of Authority will be effective: CHECK ONE BOX ONLY	
☒ Date received (Upon filing)	
☐ Later effective date (Date must be no more than 90 days from the date of filing) _____	
<i>Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.</i>	
Type or Print Name of Authorized Officer Tina Schultz, Assistant Secretary	Date 11/02/2018
Signature of Authorized Officer of the Corporation  SIGN DOCUMENT HERE	

If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m., or email corporations@sos.ri.gov.

Voya Services Company
List of Officers as of November 2, 2018
Attachment to Application for Certificate of Authority

Name	Title(s)	Address
Rodney O. Martin, Jr.	Chairman of the Board, Chief Executive Officer	230 Park Avenue, New York, NY 10169
Kevin Silva	Executive Vice President and Chief Human Resources Officer	230 Park Avenue, New York, NY 10169
Chetlur S. Ragavan	Executive Vice President and Chief Risk Officer	230 Park Avenue, New York, NY 10169
Michael S. Smith	Executive Vice President and Chief Financial Officer	230 Park Avenue, New York, NY 10169
Patricia J. Walsh	Executive Vice President and Chief Legal Officer	230 Park Avenue, New York, NY 10169
Trevor Ogle	Senior Vice President and Assistant Secretary	35 King Street, London EC2V 8EH
Justin Smith	Senior Vice President and Assistant Secretary	One Orange Way, Windsor, CT 06095
Jean Weng	Senior Vice President and Assistant Secretary	230 Park Avenue, New York, NY 10169
Carlo Bertucci	Senior Vice President and Chief Tax Officer	One Orange Way, Windsor, CT 06095
David S. Pendergrass	Senior Vice President	5780 Powers Ferry Road NW, Atlanta, GA 30327
Howard Greene	Senior Vice President, Compensation	230 Park Avenue, New York, NY 10169
Deborah Hammalian	Senior Vice President, Compliance	230 Park Avenue, New York, NY 10169
Larry N. Port	Senior Vice President, Mergers and Acquisitions	230 Park Avenue, New York, NY 10169
Wayne M. Forlines	Vice President	5780 Powers Ferry Road NW, Atlanta, GA 30327
Frederick C. Litow	Vice President	5780 Powers Ferry Road NW, Atlanta, GA 30327
Debra M. Bell	Vice President and Assistant Treasurer	5780 Powers Ferry Road NW, Atlanta, GA 30327
Kevin J. Reimer	Vice President and Assistant Treasurer	5780 Powers Ferry Road NW, Atlanta, GA 30327
Angelia M. Lattery	Assistant Secretary	20 Washington Ave. S., Minneapolis, MN 55401
Melissa O'Donnell	Assistant Secretary	20 Washington Ave. S., Minneapolis, MN 55401
Tina Schultz	Assistant Secretary	20 Washington Ave. S., Minneapolis, MN 55401
James Douglas Ensley	Tax Officer	5780 Powers Ferry Road NW, Atlanta, GA 30327
Andrew M. Kallenberg	Tax Officer	5780 Powers Ferry Road NW, Atlanta, GA 30327
Keith C. Watkins	Tax Officer	5780 Powers Ferry Road NW, Atlanta, GA 30327
David S. Pendergrass	Attorney-in-Fact	5780 Powers Ferry Road NW, Atlanta, GA 30327
Kimberly Shattuck	Attorney-in-Fact	5780 Powers Ferry Road NW, Atlanta, GA 30327

Delaware

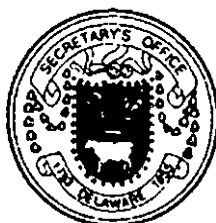
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Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VOYA SERVICES COMPANY" 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 TENTH DAY OF OCTOBER, A.D. 2018.

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.



2019884 8300

SR# 20187066866

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBullock", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 203580976

Date: 10-10-18