

Filing Fee: \$150.00
License Fee: \$15.00 minimum (§7-1.1-1 24)

ID Number: 100937



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporations Division

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIVISION
JUN 4 2 16 PM '99

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned 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:

- The name of the corporation is JACKSON NATIONAL FINANCIAL SERVICES, INC. JN
- It is incorporated under the laws of Delaware
- 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.*

JACKSON NATIONAL FINANCIAL SERVICES, INC.

(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*

- The date of its incorporation is November 12, 1991 and the period of its duration is Perpetual

- The address of its principal office in the state or country under the laws of which it is incorporated is c/o The Prentice-Hall Corporation System, 1013 Centre Road, Wilmington, DE 19805

- The address of its proposed registered office in Rhode Island is 170 Westminster Street, Suite 900
(Street)

Providence, RI 02903 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)

that address is Corporation Service Company

- The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:
See Attached Rider 1

- The names and respective addresses of the directors and officers are:

Name	Address
Director <u>See attached officers/directors rider</u>	
Director _____	_____
President _____	_____
Vice President _____	_____
Secretary _____	_____
Treasurer _____	_____

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:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
10,000	Common		No par value

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
1,000	Common		No par value

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 0

(b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0

(c) An estimate, expressed 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 0 % [divide (b) by (a) and multiply by 100 to obtain the percentage].

12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 2,000,000

(b) An estimate 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 is \$ 10,000

(c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year 0.5 % [divide (b) by (a) and multiply by 100 to obtain the percentage].

13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Dated May 20, 19 98

JACKSON NATIONAL FINANCIAL SERVICES, INC.

(Exact Corporate Name of Corporation Making Application)

By [Signature] Andrew B. Hopping

President or Vice President (check one)

By [Signature] ^{AND}
 Secretary or Assistant Secretary (check one)

FILED

JUN 04 1998

By [Signature] 204899

STATE OF Michigan
COUNTY OF Ingham

In Lansing, Michigan on this 20th day of May, 19 98 personally appeared before me Andrew B. Hopping an officer of the corporation, who, under oath, verified that the

information contained in this Application is true and accurate

[Signature]
Notary Public

My Commission Expires: Oct. 15, 2002

LISA A. RANDOLPH
Notary Public, Ingham County, MI
My Commission Expires Oct. 15, 2002

RIDER 1

JACKSON NATIONAL FINANCIAL SERVICES, INC.

To offer a full range of security products, stocks, bonds, mutual funds, variable annuities and to act as a full service broker-dealer. To also act as a licensed insurance agency and registered broker-dealer engaging in the distribution/sale of securities, life insurance and annuity products. To engage in any act or activity for which corporations may be organized.

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JUN 11 2 16 PM '99

EXHIBIT A

Andrew B. Hopping
Officer & Director
Title: Vice President

Business Address:
5901 Executive Drive
Lansing
Michigan
48911

Resident Address:
1470 Dennison Road
East Lansing
Michigan
48823

Social Security No: 384-58-5731

Mark D. Nerud
Officer
Title: Vice President

Business Address:
5901 Executive Drive
Lansing
Michigan
48911

Resident Address:
2507 Wild Timonthy Road
Naperville
Illinois
60564

Social Security No: 475-92-8049

Jay A. Elliott
Officer
Title: Senior Vice President-Divisional Director

Business Address:
5901 Executive Drive
Lansing
Michigan
48911

Resident Address:
801 Beechlawn Ct.
East Lansing
Michigan
48823

Social Security No: 506-64-9817

Willard Barrett
Officer
Title: Senior Vice President-Divisional Director

Business Address:
5901 Executive Drive
Lansing
Michigan
48911

Resident Address:
1401 E. Morning Star
Edmond
Oklahoma
73034

Social Security No: 038-26-6686

Douglas K. Kinder
Officer
Title: Senior Vice President-Divisional Director

Business Address:
5901 Executive Drive
Lansing
Michigan
48911

Resident Address:
14720 State Route DD
Savannah
Missouri
64485

Social Security No: 483-58-1600

Amy D. Eisenbeis
Officer
Title: Vice President, Chief Legal Officer & Secretary

Business Address:
5901 Executive Drive
Lansing
Michigan
48911

Resident Address:
233 Oxford Road
East Lansing
Michigan
48823

Social Security No: 399-80-4853

Michael A. Wells
Officer & Director
Title: Vice President

Business Address:
5901 Executive Drive
Lansing
Michigan
48911

Resident Address:
124 Reef Mall
Marina Del Rey
California
90292

Social Security No: 553-04-7385

Clifford J. Jack
Officer & Director
Title: President & Chief Executive Officer

Business Address:
5901 Executive Drive
Lansing
Michigan
48911

Resident Address:
7516 El Manor
Los Angeles
California
90024

Social Security No: 050-62-4314

Bradley J. Powell
Officer
Title: Vice President

Business Address:
5901 Executive Drive
Lansing
Michigan
48911

Resident Address:
1664 Valor Ridge Drive
Kennesaw
Georgia
30144

Social Security No: 300-54-6074

Harry M. Kitter
Officer

Title: Senior Vice President, Chief Financial Officer, Chief Operating Officer & Treasurer

Business Address:
5901 Executive Drive
Lansing
Michigan
48911

Resident Address:
4830 Elkridge Drive
RPV
California
90275

Social Security No.: 182-42-4920

Mary S. Dreffein
Officer
Title: Senior Vice President - Marketing

Business Address:
5901 Executive Drive
Lansing
Michigan
48911

Resident Address:
514 S. Gertruda Avenue
Redondo Beach
California
90277

Social Security No.: 323-36-0730

Allan Chiulli
Officer
Title: Vice President - Packaged Products

Business Address:
5901 Executive Drive
Lansing
Michigan
48911

Resident Address:
769 Avenue A
Redondo Beach
California
90277

Social Security No.: 036-40-1099

Bonnie G. Schab
Officer
Title: Vice President - Branch Development

Business Address:
5901 Executive Drive
Lansing
Michigan
48911

Resident Address:
540 First Street #4
Hermosa Beach
California
90254

Social Security No.: 556-94-2219

Patricia R. Steinbacher
Officer
Title: Assistant Vice President

Business Address:
5901 Executive Drive
Lansing
Michigan
48911

Resident Address:
509 Morris Drive
Jackson
Michigan
49201

Social Security No.: 110-38-9976

James L. Simon
Director
Title: Director of Compliance

Business Address:
5901 Executive Drive
Lansing
Michigan
48911

Resident Address:
6870 Inkster
West Bloomfield
Michigan
48322

Social Security No.: 386-56-9967

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "JACKSON NATIONAL FINANCIAL SERVICES, INC.", FILED IN THIS OFFICE ON THE TWELFTH DAY OF NOVEMBER, A.D. 1991, AT 9 O'CLOCK A.M.

RECEIVED
SECRETARY OF STATE
JUN 11 2 16 PM '93



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9107603

DATE: 05-28-98