Filing Fee: \$50.00 (See footnote below)

ID Number: 121180



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State Corporations Division 100 North Main Street Providence, Rhode Island 02903-1335

LIMITED LIABILITY COMPANY

AMENDMENT TO APPLICATION FOR REGISTRATION

(To Be Filed In Duplicate)

Pursuant to the provisions of Section 7-16-52 of the General Laws, 1956, as amended, the undersigned foreign limited liability company hereby *(check one box only)* \square corrects \underline{or} \boxtimes amends its Application for a Certificate of Registration

Filing fee footnote

If the purpose of this amendment is solely to indicate a change in managers pursuant to Section 7-16-52, the filing fee shall be \$10.00.

Form No. 451 Revised 01/99 FILED NOV 22 2004 MMC 5/3/3



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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "MANULIFE FINANCIAL SECURITIES LLC", CHANGING ITS NAME FROM "MANULIFE FINANCIAL SECURITIES LLC" TO "JOHN HANCOCK DISTRIBUTORS LLC", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF OCTOBER, A.D. 2004, AT 12 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2005.

Warriet Smith Windsor, Secretary of State

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AUTHENTICATION: 3441539

DATE: 10-28-04