

1.) CORPORATION NAME:

**SUN LIFE ASSURANCE COMPANY OF CANADA (U.S.)**

DUE DATE: **10/31/2012**

2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS:

**E. FORD STEPHENS  
CHRISTIAN, BARTON, EPPS, ET AL.  
909 E MAIN ST 1200 MUTUAL BLDG**

SCC ID NO: **F0273005**

**RICHMOND, VA 23219-3095**

5.) STOCK INFORMATION

CLASS	AUTHORIZED
COMMON	10,000

3.) CITY OR COUNTY OF VA REGISTERED OFFICE:

**RICHMOND CITY**

4.) STATE OR COUNTRY OF INCORPORATION:

**DE**

6.) PRINCIPAL OFFICE ADDRESS:

ADDRESS: ONE SUN LIFE EXECUTIVE PARK

CITY/ST/ZIP: WELLESLEY HILLS, MA 02481

7.) DIRECTORS AND PRINCIPAL OFFICERS: All directors and principal officers must be listed. An individual may be designated as both a director and an officer.

NAME:	WESTLEY VANDER THOMPSON	<input checked="" type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	PRES/DIR/CHAIR		
ADDRESS:	ONE SUN LIFE EXECUTIVE PARK		
CITY/ST/ZIP/CO:	WELLESLEY HILLS, MA 02481		
NAME:	SCOTT M. DAVIS	<input checked="" type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	SR VP/GEN COUNS		
ADDRESS:	ONE SUN LIFE EXECUTIVE PARK		
CITY/ST/ZIP/CO:	WELLESLEY HILLS, MA 02481		
NAME:	DAVID JAMES HEALY	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	SR VP/SLF US OP		
ADDRESS:	ONE SUN LIFE EXECUTIVE PARK		
CITY/ST/ZIP/CO:	WELLESLEY HILLS, MA 02481		
NAME:	KENNETH ALLEN MCCULLUM	<input checked="" type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
TITLE:	SR VP AND GM		
ADDRESS:	ONE SUN LIFE EXECUTIVE PARK		
CITY/ST/ZIP/CO:	WELLESLEY HILLS, MA 02481		
NAME:	STEPHEN CLARKSON PEACHER	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	EXEC VP/CIO		
ADDRESS:	ONE SUN LIFE EXECUTIVE PARK		
CITY/ST/ZIP/CO:	WELLESLEY HILLS, MA 02481		
NAME:	FRED MEHRDAD TAVAN	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
TITLE:	VP CHF ACTUARY		
ADDRESS:	ONE SUN LIFE EXECUTIVE PARK		
CITY/ST/ZIP/CO:	WELLESLEY HILLS, MA 02481		

NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	KERRI R. ANSELLO SR COUNSEL/SECR ONE SUN LIFE EXECUTIVE PARK WELLESLEY HILLS, MA 02481	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	LARRY RICHARD MADGE SVP/CFO/TREAS 227 KING STREET SOUTH WATERLOO ONTARIO,,N2J 4C5,CANADA , , FN	<input checked="" type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	THOMAS ANTHONY BOGART DIRECTOR 150 KING STREET WEST TORONTO ONTARIO,,M5H 1J9,CANADA , , FN	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	COLM JOSEPH FREYNE DIRECTOR 150 KING STREET WEST TORONTO ONTARIO,,M5H 1J9,CANADA , , FN	<input type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
NAME: TITLE: ADDRESS: CITY/ST/ZIP/CO:	SEAN N. WOODROFFE VP, HR ONE SUN LIFE EXECUTIVE PARK WELLESLEY HILLS, MA 02481	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
I AFFIRM THAT THE INFORMATION CONTAINED IN THIS ELECTRONIC REPORT IS ACCURATE AND COMPLETE AS OF THE DATE BELOW AND THAT I AM LEGALLY AUTHORIZED TO SIGN THIS REPORT.			
/s/ KERRI R. ANSELLO SIGNATURE OF DIRECTOR/OFFICER LISTED IN THIS REPORT	KERRI R. ANSELLO, SR COUNSEL/SECR PRINTED NAME AND CORPORATE TITLE	10/31/2012 DATE	
It is a Class 1 misdemeanor for any person to sign a document, which includes this electronic record, that is false in any material respect with the intent that the document be delivered to the Commission for filing.			