

MAINE BUREAU OF FINANCIAL INSTITUTIONS

CERTIFICATE TO TRANSACT BUSINESS OF WATCH POINT TRUST COMPANY, BOSTON, MASSACHUSETTS

I, the undersigned Superintendent of Financial Institutions of the State of Maine, do hereby certify that Watch Point Trust Company, LLC, a limited liability company duly organized under the provisions of Title 9-B M.R.S.A., Chapters 31 and 121, and located in Boston in the County of Suffolk and the Commonwealth of Massachusetts, has one-hundred percent (100%) of its capital contributions paid-in in cash and that all requirements imposed by law and in the Certificate of Public Convenience and Advantage issued August 13, 2010 have been complied with; now, therefore, pursuant to Title 9-B M.R.S.A. §313-A(1), **Watch Point Trust Company, LLC** is hereby authorized to transact the business for which it was organized.

IN WITNESS WHEREAS, I have hereunto set my hand as Superintendent of Financial Institutions, at Gardiner in the County of Kennebec, and the State of Maine, this fourteenth day of October in the year of our Lord, two thousand ten.

/s/ Lloyd P. LaFountain III
Superintendent