

DUNDEE WEALTH MANAGEMENT INC
Form F-X
December 16, 2010

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM F-X
APPOINTMENT OF AGENT FOR SERVICE OF PROCESS
AND UNDERTAKING**

A. Name of issuer or person filing (Filer): **The Bank of Nova Scotia**

B. (1) This is [check one]:

an original filing for the Filer.

an amended filing for the Filer.

(2) Check the following box if you are filing the Form F-X in paper in accordance with Regulation S-T Rule 101(b)(9)

C. Identify the filing in conjunction with which this form is being filed:

Name of registrant: **The Bank of Nova Scotia**

Form type: **Form CB**

File number (if known): **005-85814**

Filed by: **The Bank of Nova Scotia**

Date filed (if filed concurrently, **December 16, 2010 (filed concurrently)** so indicate):

D. The Filer is incorporated or organized under the laws of

Canada

and has its principal place of business at

**44 King St. West,
Scotia Plaza, 8th Floor
Toronto, Ontario
Canada M5H 1H1
Telephone: (416) 866-3672**

E. The Filer designates and appoints Torys LLP (the Agent), located at:

**237 Park Avenue
New York, New York 10017
Attention: Andrew J. Beck
Telephone: (212) 880-6000**

as the agent of the Filer upon whom may be served any process, pleadings, subpoenas, or other papers in any investigation or administrative proceeding conducted by the Commission.

F. The Filer stipulates and agrees to appoint a successor agent for service of process and file an amended Form F-X if the Filer discharges the Agent or the Agent is unwilling or unable to accept service on behalf of the Filer at any time until six years have elapsed following the effective date of the latest amendment to the Filer's Form CB.

The Filer further undertakes to advise the Commission promptly of any change to the Agent's name or address during the applicable period by amendment of this Form, referencing the file number of the relevant form in conjunction with which the amendment is being filed.

G. Not applicable.

The Filer certifies that it has duly caused this power of attorney, consent, stipulation and agreement to be signed on its behalf by the undersigned, thereunto duly authorized, in the city of Toronto, country of Canada, this 16th day of December, 2010.

Filer:

The Bank of Nova Scotia

By: /s/ Deborah Alexander
Name: Deborah Alexander

Title: Executive Vice-President, General Counsel
and Secretary

This statement has been signed by the following person in the capacity and on the date indicated.

Torys LLP

As agent for service of process

By: /s/ Andrew J. Beck
Name: Andrew J. Beck
Title: Authorized Signatory

Date: December 16, 2010