

Filing and License Fee: \$310.00 minimum

ID Number: _____



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.2-1405 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign 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:

1. The name of the corporation is American International Surplus Lines Agency, Inc.

2. It is incorporated under the laws of New Jersey

3. 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:*

(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:*

4. The date of its incorporation is February 27, 1936 and the period of its duration is Perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is _____
c/o American International Surplus Lines Age, Suite Building D, 1 Upper Pond Road, Parsippany, NJ 07054

6. The address of its proposed registered office in Rhode Island is 222 Jefferson Boulevard, Suite 200
(Street Address, not P.O. Box)

Warwick, RI 02888 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)

that address is Corporation Service Company
(Name of Agent)

7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:

Producer Insurance Services To engage in any act or activity for which corporations may be organized.

8 (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
Director	<u>See attached officers/directors rider</u>	_____
Director	_____	_____
Director	_____	_____
Director	_____	_____

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(b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated).

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

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>
<u>1,000</u>	<u>Common</u>	<u>None</u>	<u>No par value</u>
_____	_____	_____	_____
_____	_____	_____	_____

10 (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 1,100,000.00.

(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, is 0%. [divide (b) by (a) and multiply by 100 to obtain the percentage].

11 (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 25,725,000.

(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 \$ 0.

(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 is 0% [divide (b) by (a) and multiply by 100 to obtain the percentage].

12 This application is accompanied by a certificate of Good Standing issued by the proper officer of the state or country under the laws of which it is incorporated.

13 This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing _____

Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: September 14, 2007

Elizabeth M. Tuck
 Signature of Authorized Officer of the Corporation
 Elizabeth M. Tuck, Secretary

 Type or Print Name of Authorized Officer

Directors/Officers Report

As of September 12, 2007

American International Surplus Lines Agency, Inc.

Directors

Kevin Hugh Kelley

Director

Primary Address

Lexington Insurance Company
100 Summer Street
Boston, Massachusetts 02110 (United States)

Home Address

20 Harbor Lane
Norwell, Massachusetts 02061 (United States)

Officers

Armand George Pepin

President

Primary Address

Connell Corporate Center 1
Connell Drive
Suite 2100
Berkeley Heights, New Jersey 07922 (United States)

Home Address

4 Brown Court
East Brunswick, New Jersey 08816 (United States)

Stephen Joel Paris

Senior Vice President

Primary Address

Lexington Insurance Company
100 Summer Street
Boston, Massachusetts 02110 (United States)

Home Address

Stephen Joel Paris
398 Beacon Street
Boston, Massachusetts 02216 (United States)

James Martin Kilkenny, Jr.

Vice President

Primary Address

American International Group, Inc.
175 Water Street
New York, New York 10038 (United States)

Home Address

21 Meadowview Road
Millington, New Jersey 07946 (United States)

Directors/Officers Report

As of September 12, 2007

American International Surplus Lines Agency, Inc.

Richard Thomas Pisano

Vice President

Primary Address

American International Group, Inc.
80 Pine Street
New York, New York 10005 (United States)

Home Address

6 Tanner Court
Princeton Junction, New Jersey (United States)

Merritt William Fabel

Assistant Vice President

Primary Address

American International Group, Inc.
70 Pine Street
New York, New York 10270 (United States)

Home Address

102 Farm Lane
West Islip, New York 11795 (United States)

Stephen Joel Paris

General Counsel

Primary Address

Lexington Insurance Company
100 Summer Street
Boston, Massachusetts 02110 (United States)

Home Address

Stephen Joel Paris
398 Beacon Street
Boston, Massachusetts 02216 (United States)

Elizabeth Margaret Tuck

Secretary

Primary Address

American International Group, Inc.
70 Pine Street
New York, New York 10270 (United States)

Home Address

5 Holly Court
Melville, New York 11747 (United States)

Amy Marie Cinquegrana

Assistant Secretary

Directors/Officers Report

As of September 12, 2007

American International Surplus Lines Agency, Inc.

Primary Address

American International Group, Inc.
70 Pine Street
New York, New York 10270 (United States)

Home Address

109 East Avenue
Atlantic Highlands, New Jersey 07716 (United States)

Kevin Sullivan

Assistant Secretary

Richard Thomas Pisano

Treasurer

Primary Address

American International Group, Inc.
80 Pine Street
New York, New York 10005 (United States)

Home Address

6 Tanner Court
Princeton Junction, New Jersey (United States)

Controller

Primary Address

American International Group, Inc.
80 Pine Street
New York, New York 10005 (United States)

Home Address

6 Tanner Court
Princeton Junction, New Jersey (United States)

**STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING**

AMERICAN INTERNATIONAL SURPLUS LINES AGENCY, INC.
1377401000

With the Previous or Alternate Name

AMERICAN INTERNATIONAL UNDERWRITERS AGENCY, (Previous Name)

I, the Treasurer of the State of New Jersey, do hereby certify that the above-named New Jersey Domestic Profit Corporation was registered by this office on February 27, 1936.

As of the date of this certificate, said business continues as an active business in good standing in the State of New Jersey, and its Annual Reports are current.

I further certify that the registered agent and registered office are:

*United States Corp Company
830 Bear Tavern Road
Trenton, NJ 08628*



Certification# 111218028

*IN TESTIMONY WHEREOF, I have
hereunto set my hand and affixed my
Official Seal at Trenton, this
18th day of September, 2007*

A handwritten signature in cursive script, appearing to read "Michellene Davis".

*Michellene Davis
Acting State Treasurer*

Verify this certificate at
https://www1.state.nj.us/TYTR_StandingCert/JSP/Verify_Cert.jsp



State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A handwritten signature in black ink that reads "A. Ralph Mollis".

A. RALPH MOLLIS

Secretary of State

