

Filing fee: \$150.00  
License fee: \$15.00 minimum  
(Section 7-1.1-124)

**State of Rhode Island and Providence Plantations**  
OFFICE OF THE SECRETARY OF STATE  
CORPORATIONS DIVISION  
100 NORTH MAIN STREET  
PROVIDENCE, RI 02903

**APPLICATION FOR  
CERTIFICATE OF AUTHORITY  
OF**

Corp. I.D. # 13-01

Aetna Insurance Agency, Inc.

To the Secretary of State  
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned 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:

FIRST: The name of the corporation is Aetna Insurance Agency, Inc.

SECOND: The name which it elects to use in Rhode Island is \_\_\_\_\_

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island.)

THIRD: It is incorporated under the laws of Connecticut

FOURTH: The date of its incorporation is October 21, 1996 and the period of its duration is perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is 151 Farmington Avenue, Mail Code 5807, Hartford,

SIXTH: The address of its proposed registered office in Rhode Island is 123 Dyer Street, Providence, Rhode Island 02903 and the name of its proposed registered agent in Rhode Island at that address is C T Corporation System

C T CORPORATION SYSTEM  
  
Signature

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

To engage in any lawful act or activity for which corporations may be formed. Specifically, the corporation will act as an insurance agency for all lines of insurance, including registered and non-registered products. Notwithstanding the foregoing, the purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of Rhode Island.

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FEB 15 1997

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FEB 15 1997  
By gbs  
178145

EIGHTH: The names and respective addresses of its directors and officers are:

| <u>Name</u>                    | <u>Office</u>  | <u>Address</u> |
|--------------------------------|----------------|----------------|
| See attached list of directors | Director       |                |
|                                | Director       |                |
|                                | Director       |                |
| See attached list of officers  | President      |                |
|                                | Vice President |                |
|                                | Secretary      |                |
|                                | Treasurer      |                |

NINTH: 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 per Share or Statement that Shares are without Par Value</u> |
|-------------------------|--------------|---------------|---|
| 1,000                   | Common       | (No series)   | \$1   |

TENTH: The aggregate number of its issued shares, 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 per Share or Statement that Shares are without Par Value</u> |
|-------------------------|--------------|---------------|---|
| 1,000                   | Common       | (No series)   | \$1   |

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 1

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 1

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 100,000

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 10,000

FIFTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated January 14, 1997

Aetna Insurance Agency, Inc.  
[Exact Corporate Name of Corporation Making Application]

By Sandra B. Cloutier  
Sandra B. Cloutier  
Its President

and Bonnie C. Dailey  
Bonnie C. Dailey  
Its Secretary

STATE OF Connecticut } SC.  
COUNTY OF Hartford }

At Hartford in said County on the 14 day  
of January 1997, before me personally appeared Sandra B.  
Cloutier, who being by me first duly sworn, declared that  
he is the President of Aetna Insurance Agency, Inc.  
that he signed the foregoing document as such President of the  
corporation, and that the statements therein contained are true.

Karen Simkowski  
Notary Public  
Karen Simkowski

(NOTARIAL SEAL)

**Aetna Insurance Agency, Inc.**  
**Officers and Directors**

| <u>Title</u> | <u>Complete Name</u>   | <u>Resident Address</u>                         | <u>Date Of Birth</u> | <u>Social Sec. #</u> |
|--------------|------------------------|---|----------------------|----------------------|
| President    | Sandra B.<br>Cloutier  | 40 South Main St<br>East Windsor, CT<br>06088   | 05/05/57             | 048-52-2540          |
| Vice Pres    | Mark G. Willis         | 11 East Westogue<br>St<br>Simsbury, CT<br>06070 | 10/26/55             | 040-42-5589          |
| Vice Pres    | Richard E.<br>Cady     | 6 Grimes Brook Pl<br>Simsbury, CT<br>06070      | 02/05/55             | 048-38-2010          |
| Secretary    | Bonnie C.<br>Dailey    | One Gold St, #4-D<br>Hartford, CT 06103         | 10/26/48             | 377-52-0253          |
| Treasurer    | N. Mark Marr           | 46 Green Tree La<br>Somers, CT 06071            | 12/19/57             | 010-48-5560          |
| Director     | Sandra B.<br>Cloutier  | 40 South Main St<br>East Windsor, CT<br>06088   | 05/05/57             | 048-52-2540          |
| Director     | James C. Lehan         | 15 Fredrickson Rd<br>Norfolk, MA 02056          | 06/03/45             | 022-34-2650          |
| Director     | Mary Carol<br>Lutz Fox | 24 Oak Bluff<br>Avon, CT 06001                  | 11/11/50             | 040-44-4252          |

**CERTIFICATE OF INCORPORATION**

STOCK CORPORATION  
 Office of the Secretary of State  
 30 Trinity Street / P.O. Box 11070 / Hartford, CT 06111-0170

Return confirmation of filing to:  
 Customer ID # 007625  
 Name: Cumberland Licensing Corporation  
 Address: P.O. Box 7543  
 City: Cumberland  
 State: Rhode Island  
 Zip Code: 02864

1. NAME OF CORPORATION: CUMBERLAND LICENSING CORPORATION

2. NATURE OF BUSINESS TO BE ENGAGED IN BY THE CORPORATION:

To engage in any lawful business activity which may be conducted by a corporation under the Stock Corporation Act of the State of Connecticut. Specifically, the corporation will act as an insurance agent, including registered and non-registered agents.

3. MINIMUM AMOUNT OF STATED CAPITAL WITH WHICH THE CORPORATION COMMENCE BUSINESS:

One Thousand (\$1,000.00) Dollars (Not in excess of \$1,000,000.00)

4. AUTHORIZED SHARE INFORMATION:

| Class  | Number of Shares |
|--------|------------------|
| Common | 1,000            |
|        |                  |
|        |                  |

OFFICE OF THE REGISTER OF DEEDS  
1150 MAIN STREET, SUITE 1100  
HARTFORD, CONNECTICUT 06103  
TELEPHONE (603) 281-1100

5. APPOINTMENT OF STATUTORY AGENT FOR SERVICE OF PROCESS

Name of agent:  
C T Corporation System

Business address:  
One Commercial Plaza  
Hartford, CT 06103

Residence address:

Acceptance of appointment

Signature

b. Terms, limitations, relative rights and preferences of each class of shares. I hereby declare that I hereby express grant of authority to the board of directors pursuant to Section 33-341 of the Connecticut General Statutes:

7. Other Provisions:

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 19\_\_

I/We hereby declare under penalty of perjury that the information furnished in the foregoing certificate is true

Certificates must be signed by each incorporator.

NAME OF INCORPORATOR(S) (Print or type)

|  |  |
|--|--|
|  |  |
|  |  |
|  |  |
|  |  |

STATE OF CONNECTICUT )  
OFFICE OF THE SECRETARY OF THE STATE ) 33 HARTFORD

I hereby certify that this is a true copy of record  
in this Office

In Testimony whereof I have hereunto set my hand,  
and affixed the Seal of this State, at Hartford,

this 21 January A.D. 1927

Wiles S. Lippard  
SECRETARY OF THE STATE