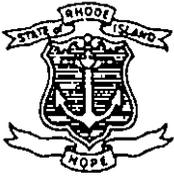


Filing Fee: \$150.00  
License Fee: \$15.00 minimum (§7-1.1-124)

ID Number: 1184 A05



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  
(To Be Filed In Duplicate Original)

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 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:

- The name of the corporation is TARPEY INSURANCE GROUP, INC.
- It is incorporated under the laws of COMMONWEALTH OF MASSACHUSETTS
- 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:

- The date of its incorporation is 8/4/71 and the period of its duration is Perpetual

- The address of its principal office in the state or country under the laws of which it is incorporated is 442 WATER ST., WAKEFIELD, MA 01880

- The address of its proposed registered office in Rhode Island is 180 SOUTH MAIN STREET  
(Street Address, not P.O. Box)

PROVIDENCE Ri 02903-7120 and the name of its proposed registered agent in Rhode Island at  
(City/Town) (Zip Code)

that address is BRIAN SPERO, ESQ., PARTRIDGE, SNOW & HAHN, LLP  
(Name of Agent)

- The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:  
STRICTLY FOR THE PURPOSE OF SELLING INSURANCE (ALL LINES) AS AN INSURANCE BROKER

**FILED**

- The names and respective addresses of the directors and officers are:

APR 29 2002  
By CE 1163  
277175

	Name	Address
President & Director	James J. Tarpey	20 Gumwood Lane, Wakefield, MA 01880
President & Director	Michael P. Tarpey	21 Leah St., Melrose, MA 02176
Director & President	Elizabeth A. Kent	3 Herrick Rd., Lynnfield, MA 01946
Director & Vice President	Mark Tarpey	4 Orsini Drive, Wakefield, MA 01880
Director & Treasurer	James B. Tarpey	60 Bay State Ave, Tewksbury, MA 01876
Director & Secretary	Stephen E. Tarpey	386 Swains Pond Ave., Melrose, MA 02176

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>
7,500	A	N/A	No par value

10. 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 or Statement that Shares are without Par Value</u>
5,000	A	N/A	No par value

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 300,000.

(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].

12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 15,000,000.

(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 \$ 5,000.

(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 LESS THAN 1% [divide (b) by (a) and multiply by 100 to obtain the percentage].

13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: 4/23/08

TARPEY INSURANCE GROUP, INC  
Print Exact Name of Corporation Making Application

By Elizabeth Kent  
 President or  Vice President (check one)

By Steph AND Tarpey  
 Secretary or  Assistant Secretary (check one)

STATE OF MA  
COUNTY OF Middlesex

In Woburn, on this 23 day of April, 2008, personally appeared before me Elizabeth Kent Steph Tarpey who, being by me first duly sworn, declared that he/she is the Pres Clerk of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

Mark Enfo  
Notary Public  
My Commission Expires: 11/08