

Filing and License Fee: \$310.00 minimum

ID Number: 155413



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

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 Britton-Gallagher & Associates, Inc.
2. It is incorporated under the laws of Ohio
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 07/17/1981 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 _____
6240 Som Center Rd, Solon, Ohio 44139
6. The address of its proposed registered office in Rhode Island is 10 Weybosset Street
(Street Address, not P.O. Box)
Providence, RI 02903 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)
that address is C.T. Corporation System
(Name of Agent)
7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:
Insurance related Sales & Service
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 List</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). **SEE ATTACHMENT**

	<u>Name</u>	<u>Address</u>
President	John L Hazen	6240 Som Center Road Solon, OH 44139
Vice President	Eric S Treend	6240 Som Center Road Solon, OH 44139
Treasurer	Edward A Zak	6240 Som Center Road Solon, OH 44139
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>
65,000	A	Common	No Par Value
42,000	B	Common	No Par Value

10. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 1,646,040.
- (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 \$ 12,000,000.
- (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 \$ 28,000.
- (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 23 % [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: 7-23-06

[Signature]
Signature of Authorized Officer of the Corporation

Harold Gene Rindels, Vice President
Type or Print Name of Authorized Officer

Client: Britton-Gallagher & Associates, Inc.
Account No. 7191

Location: OH
Edition Date: 8/11/2005

Name	Title	DOB:	SS #	Home Address	City	State	Zip	Director	No of Shares
Bruce H. Ball	Chief Executive Officer	6/10/1967	334-56-4321	7440 Twin Lake Trail	Chagrin Falls	OH	44022	Yes	79.71%
* Eric S. Treend	Sr. Vice president	11/4/1962	289-60-6700	27 Owen Brown St.	Hudson	OH	44236	Yes	6.41%
John L. Hazen	President	2/8/1946	110-38-3116	40 Pine River Road	Chagrin Falls	OH	44022	No	0.00%
* Harold G. Rindels	Vice President	2/20/1949	478-60-9311	34536 South Side Park Dr.	Solon	OH	44139	No	0.00%
* Michael E. Cremeans	Sr. Vice President	7/6/1956	285-58-5311	11875 Wellesley Lane	Munson Twp.	OH	44024	Yes	3.22%
Edward A. Zak	CFO / Treasurer	8/8/1960	278-70-0021	19758 Summer Place Dr.	Strongsville	OH	44136	Yes	5.50%
* Andrew Tewksbury	Vice President	11/30/1968	273-80-2156	8690 Lake Forest Trail	Chagrin Falls	OH	44023	No	0.00%
David J. Black	Executive Vice President	12/30/1958	297-58-9523	34975 Aspenwood Lane	Willoughby	OH	44094	No	5.16%

* Officers with a Texas License