

Filing and License Fee: \$310.00 minimum

ID Number:

139214



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State Matthew A. Brown

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:

1. The name of the corporation is Chicago Heritage Insurance Services, Inc.
2. It is incorporated under the laws of California
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 11/8/1991 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 4050 Calle Real, Suite 290, Santa Barbara CA 93110
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 specific purpose or purposes, which it proposes to pursue in the transaction of business in Rhode Island are:
insurance agency
8. The names and respective addresses of the directors and officers are:

See attachment

Name

Address

Director	<u>Mark O. Davey</u>	<u>601 Riverside Ave., Jacksonville FL 32204</u>
Director	<u>Raymond R. Quirk</u>	<u>601 Riverside Ave., Jacksonville FL 32204</u>
President	<u>Mark O. Davey</u>	<u>601 Riverside Ave., Jacksonville FL 32204</u>
Vice President	<u>Marjorie Nemzura</u>	<u>171 N. Clark St., Chicago IL 60601</u>
Treasurer	<u>Patrick G. Farenga</u>	<u>601 Riverside Ave., Jacksonville FL 32204</u>
Secretary	<u>Todd C. Johnson</u>	<u>601 Riverside Ave., Jacksonville FL 32204</u>

APR 09 2004

By 1127413

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:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
100,000	common	none	without 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:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
1,000	common	none	without 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
\$ 20,000.00

- (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].

12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is
\$ 20,000.00

- (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 \$ 1,000.00

- (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 5 % [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.

4/6/2004

Date: _____

Chicago Heritage Insurance Services, Inc.

Print Exact Name of Corporation Making Application

By

Eileen W. Van Roeyen

☐ President or ☒ Vice President (check one)

Eileen W. Van Roeyen

By

Marjorie Nemzura

☐ Secretary or ☒ Assistant Secretary (check one)

Marjorie Nemzura

STATE OF Illinois
COUNTY OF Cook

In Chicago Illinois, on this 6th day of April, 2004, before me personally appeared Eileen W. Van Roeyen who, being duly sworn, declared that he/she is the Vice President of the above-named entity and that he/she signed the foregoing document as such authorized agent, and that the statements herein contained are true.



Michelle R. Cotton
Notary Public
My Commission Expires: 11-13-04

Chicago Heritage Insurance Services, Inc.
Directors and Officers

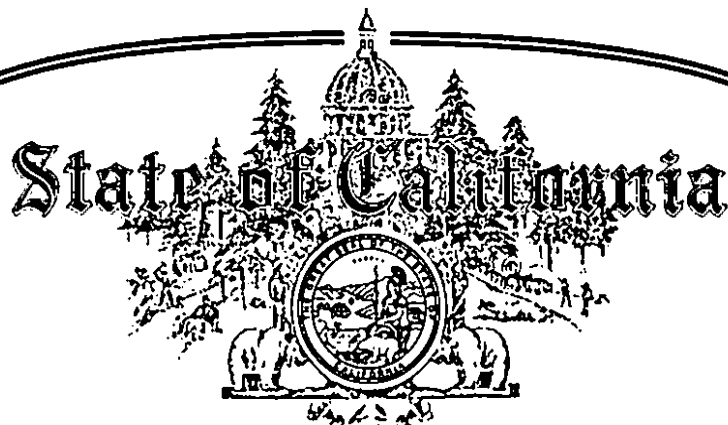
Directors

William P. Foley, II	601 Riverside Ave., Jacksonville, FL 32204
Mark O. Davey	601 Riverside Ave., Jacksonville, FL 32204
Raymond R. Quirk	601 Riverside Ave., Jacksonville, FL 32204
Peter T. Sadowski	601 Riverside Ave., Jacksonville, FL 32204
Alan L. Stinson	601 Riverside Ave., Jacksonville, FL 32204

Officers

William P. Foley, II	Chairman of Board	601 Riverside Ave., Jacksonville, FL 32204
Mark O. Davey	Pres. & CEO	601 Riverside Ave., Jacksonville, FL 32204
Peter T. Sadowski	Exec. VP & Gen. Counsel	601 Riverside Ave., Jacksonville, FL 32204
Alan L. Stinson	Exec. VP & CFO	601 Riverside Ave., Jacksonville, FL 32204
Kevin R. Chiarello	Senior VP & Chief Compliance Officer	17911 Von Karman Ave., Irvine, CA 92614
Richard L. Cox	Senior VP and Tax Officer	601 Riverside Ave., Jacksonville, FL 32204
Todd C. Johnson	Senior VP & Secretary	601 Riverside Ave., Jacksonville, FL 32204
Donald E. Partington	Senior VP & Asst. Sec.	17911 Von Karman Ave., Irvine, CA 92614
Jeffrey Colby	Vice Pres. & Controller	601 Riverside Ave., Jacksonville, FL 32204
Patrick G. Farenga	Vice Pres. & Treasurer	601 Riverside Ave., Jacksonville, FL 32204
Anthony J. Park	Vice Pres. and Chief Accounting Officer	4050 Calle Real, Santa Barbara, CA 93110
Marjorie Nemzura	VP and Asst. Sec.	171 N. Clark St., 8 th Fl, Chicago, IL 60601
Eileen W. Van Roeyen	VP and Asst. Sec.	171 N. Clark St., 8 th Fl., Chicago, IL 60601

4/6/2004



SECRETARY OF STATE

I, *Kevin Shelley*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 3 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

MAR 27 2004



Kevin Shelley
Secretary of State