

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

99718

Corp. I.D. # 36-4201541

APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF

Avalon Risk Management, 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 Avalon Risk Management, Inc. *E*

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 Illinois

FOURTH: The date of its incorporation is January 8, 1998 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 1300 East Woodfield Road, Suite 512, Schaumburg, IL 60173

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

J L Miles
Signature
J L Miles, Assistant Secretary

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

FILED

MAR 25 1993

By *CC-198449*

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06180000

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

<u>Name</u>	<u>Office</u>	<u>Address</u>
See Attached List	Director	
	Director	
	Director	
See Attached List	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>
10,000	Common		No Par Value

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 Par Value

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 80,000.00

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 0.0

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 5,000,000.00

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 \$ 5,000.00

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 February 24, 1998

Avalon Risk Management, Inc.

[Exact Corporate Name of Corporation Making Application]

By [Signature]
Its President
and Denise L. Hruby
Its Secretary

STATE OF Illinois }
COUNTY OF Cook } Sc.

At Schaumburg in said County on the 24th day
of February 1998, before me personally appeared Gary C. Bhojwani,
Denise L. Hruby, who being by me first duly sworn, declared that
~~she~~ he is the President, Secretary of Avalon Risk Mgmt., Inc.,
that he signed the foregoing document as such respective officer of the
corporation, and that the statements therein contained are true.

"OFFICIAL SEAL"
Christopher Jeska
Notary Public, State of Illinois
Commission Expires: 7-30-00

(NOTARIAL SEAL)

[Signature]
Notary Public

Avalon Risk Management, Inc.
List of Directors and Officers

William Starr - Director
Chief Executive Officer
4470 Tucana Court
Penthouse 5
Mississauga, Ontario L5R3K8

Gary Bhojwani - Director
President and Chief Operating Officer
507 Highland Grove Drive
Buffalo Grove, IL 60089

Shaun Jackson - Director
Treasurer
1495 The Links Drive
Oakville, Ontario L6M2P2
Canada

Officers

Denise Hruby
Secretary
1384 Cunat Ct. Apartment 2C
Lake in the Hills, IL 60102

Sharon Barry
Vice President of Marketing
732 South Financial Place
Chicago, Illinois 60605

Scott Wollney
Vice President of National Accounts
2512 North Bosworth, Apartment 302
Chicago, Illinois 60614

Christopher Jeska
Vice President of Information Technology
2134 West Lyndale, Apartment
Chicago, Illinois 60647



STATE OF ILLINOIS

Office of the Secretary of State

I hereby certify that this is a true and correct copy, consisting of *Four* pages, as taken from the original on file in this office.

George H. Ryan

George H. Ryan
Secretary of State

DATED: *February 25, 1890*

BY: *Barbara J. Post*