

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

ID Number: 124721



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 Sentinel Insurance Agency, Inc.
- It is incorporated under the laws 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 7/25/01 and the period of its duration is continuous

- The address of its principal office in the state or country under the laws of which it is incorporated is 107 Audubon Rd., Bldg. #2, Suite 110 Wakefield, MA 01880

- The address of its proposed registered office in Rhode Island is 27 Angell Road
Lincoln, RI 02865 (Street Address, not P.O. Box)
(City/Town) (Zip Code)

that address is Robert M. DiMase
(Name of Agent)

- The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:
Selling of insurance

8. The names and respective addresses of the directors and officers are:

| | Name | Address |
|----------------|-----------------------------|---|
| Director | <u>John A. Carnevale</u> | <u>15 Morningside Circle Roxford MA</u> |
| Director | <u>Joshua E. Meltzer</u> | <u>38 Curtis Ave Somerville MA</u> |
| President | <u>James M. Carnevale</u> | <u>235 Old Cart Way N. Andover MA</u> |
| Vice President | <u>Robert M. DiMase</u> | <u>27 Angell Road Lincoln RI</u> |
| Treasurer | <u>Anthony P. Carnevale</u> | <u>29 Liberty Lane Lynnfield MA</u> |
| Secretary | | |

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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 |
|------------------|--------|--------|--|
| 20,000 | Common | | Shares are 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 |
|------------------|--------|--------|--|
| 20,000 | Common | | Shares are 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 \$ 0.

(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 —%. [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 \$ 1,800,000.

(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 \$ 72,000.

(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 4.0% [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: 5/13/02

Sentinel Insurance Agency, Inc.
 Print Exact Name of Corporation Making Application

By [Signature]
 President or Vice President (check one)

[Signature]
 Secretary or Assistant Secretary (check one)

STATE OF MASSACHUSETTS
 COUNTY OF MIDDLESEX

In Worcester, on this 13th day of MAY, 2002, personally appeared before me James Carrevere & Anthony Carrevere, being by me first duly sworn, declared that he/she is the Vice President & Secretary 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.

Notary Public
 My Commission Expires: 6/25/06

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The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

ARTICLES OF ORGANIZATION (General Laws, Chapter 156B)

ARTICLE I

The exact name of the corporation is:

SENTINEL INSURANCE AGENCY, INC.

ARTICLE II

The purpose of the corporation is to engage in the following business activities:

To act exclusively as an insurance agent or broker
in accordance with Section 174 of Chapter 175 of
the Massachusetts General Laws and Acts in Amendment
thereof.

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R.A.

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring each addition is clearly indicated.

Approved by
Glenn Brown Jr. Secy
7-17-2004

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P.C.