

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

ID Number: 114174



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:

1. The name of the corporation is Wachovia Insurance Services, Inc.

2. It is incorporated under the laws of North Carolina

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 July 8, 1984 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 101 N. Cherry Street, Winston-Salem, NC 27102-9052

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

that address is CT 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 Sales

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

	Name	Address
Director	<u>SEE ATTACHED</u>	
Director		
President		
Vice President		
Treasurer		
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
10,000	Common		\$5.00

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
100	Common		\$5.00

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 11,909,622.00 . (~~total~~ Assets)
- (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 \$ 20,000,000 .
- (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 \$ 0 .
- (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 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: _____

Wachovia Insurance Services, Inc.
 Print Exact Name of Corporation Making Application

By David L. Holt
 President or Vice President (check one)

AND

By Dennis W. Toivonen
 Secretary or Assistant Secretary (check one)

STATE OF North Carolina
 COUNTY OF Forsyth

In Winston-Salem, on this 16th day of August, 2000, personally appeared before me David L. Holton / Dennis W. Toivonen who, being by me first duly sworn, declared that he/she is the 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.



Lori Carlyle
 Notary Public
 My Commission Expires: 05/15/05

OFFICERS OF WACHOVIA INSURANCE SERVICES

President: David L. Holton
1356 Barnstable Road
Clemmons, NC 27012
218-44-0886
01-19-48

Assistant Vice President: Penny L. Coram
4136 Old Mill Road
East Bend, NC 27018
245-15-1358
01-16-65
NAI115818

Vice President: Anne K Surrent
1448 Ridgemere Lane
Winston Salem, NC 27106
255-80-4217
08-31-58

Assistant Vice President: Wilhelm C. Ydel
4308 Montclair Ave.
Charlotte, NC 28211
043-32-9804
07-12-41
NAI140594

Vice President: Anne Kerr
Rt. 5 Box 328
Appomattox, Virginia 24522
227-58-5350
04-18-39

Assistant Vice President: Robert Wannemacher
4550 Peter Pfaff Dr.
Pfafftown, NC 27040
159-62-9468
09-20-63

Vice President: Rosemary Hege
100 Millers Court Crossing
Winston Salem, NC 27103
240-78-0965
06-29-57

Assistant Vice President: Matthew Lievens
3205 Hickory Ridge Dr.
Winston Salem, NC 27127
352-66-1698
01-31-66

Vice President: Debbie Butler
7701 snow Road
Greensboro, NC 27409
241-98-7722
05-28-54

Assistant Vice President: Charles Swanson
583 Bluff Dr.
Mt. Pleasant, SC 29464
251-80-2805
05-24-49

Chairman: Robert S. Kniejski
1236 Arbor
Kernersville, NC 27023
109-48-6397
08-13-55

Treasurer: Donald K. Truslow
948 Kenleigh Circle
Winston Salem, NC 27106
157-54-9370
05-13-58

Vice President/Tax Officer: Herbert Ware
1741 Brandywine Dr.
Clemmons, NC 27012
258-70-4914
1-10-46

Secretary and Vice President: Dennis W. Toivonen
5112 Laurel View Drive
Winston Salem, NC 27104
372-60-1810
07-06-40

Vice President / Tax Officer: Jonathan W. Allen
167 Warwick Place
Advance, NC 27006
241-60-1810
04-07-42

DIRECTORS OF WACHOVIA INSURANCE SERVICES, INC.

Chairman
of Board
and

Director: Robert S. Kniejski
1236 Arboretum Drive
Lewisville, NC 27023
109-48-6397

Director: David L. Holton
1856 Barnstable Road
Clemmons, NC 27012
218-44-0886

Director: Lawrence G. Baxter
1421 Ridgemere Lane
Winston-Salem, NC 27106
242-47-6200

STATE OF NORTH CAROLINA



Department of The
Secretary of State

To all whom these presents shall come, Greetings:

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

**ARTICLES OF INCORPORATION
OF
WACHOVIA INSURANCE SERVICES, INC.**

the original of which is now on file and a matter of record in this office.



IN WITNESS WHEREOF, I have hereunto
set my hand and affixed my official seal at the
City of Raleigh, this 14th day of August, 2000.

Elaine F. Marshall