

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

ID Number: 183163



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS  
Office of the Secretary of State  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

RECEIVED  
SECRETARY OF STATE  
CORPORATIONS DIVISION  
FEB 26 1 10 PM '02

**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 Financial Centre Insurance Agency, Inc.

2. It is incorporated under the laws of Massachusetts

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 May 25, 1988 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 One Financial Centre (MADE11507E), Boston, MA 02111

6. The address of its proposed registered office in Rhode Island is 222 Jefferson Boulevard  
(Street Address, not P O Box)

Warwick, RI 02888  
(City/Town) (Zip Code)

that address is National Corporate Research, Ltd.  
(Name of Agent)

7. The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:

To transact business as an insurance agency

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

	<u>Name</u>	<u>Address</u>
Director	<u>PLEASE REFER TO ATTACHED LISTING</u>	
Director	_____	_____
President	_____	_____
Vice President	_____	_____
Treasurer	_____	_____
Secretary	_____	_____

**FILED**

FEB 26 2002

By [Signature]  
AS1977

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
1000	common		\$1.00

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
1000	common		\$1.00

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 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 \$ 0

(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: 02/20/02

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

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

By Marian H. Desilets <sup>AND</sup>  
 Secretary or  Assistant Secretary (check one)

STATE OF MASSACHUSETTS  
COUNTY OF SUFFOLK

In Boston, MA, on this 20th day of February, 2002, personally appeared before me Marian H. Desilets who, being by me first duly sworn, declared that he/she is the Assistant 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.

[Signature]  
Notary Public  
My Commission Expires: \_\_\_\_\_

**DONALD E. GEER, JR.**  
Notary Public  
My Comm. Expires Oct. 9, 2003

FCIA Officers and Directors

02/19/02

Name	Title	Business Address	Home Address	SS#	Licensed
James S. Tambone	President & Director	One Financial Center Boston, MA 02111	84 Ledgeways Wellesley Hills, MA 02481	029-48-5892	no
Philip J. Iudice, Jr.	CFO & Treas.	One Financial Center Boston, MA 02111	6 Keystone Way Andover, MA 01810	029-52-6694	no
Jean S. Loewenborg	CLO & Clerk	100 Federal Street Boston, MA 02110	118 South Street Boston, MA 02111	051-33-9666	no
Andrew R. Lynch	VP	One Financial Center Boston, MA 02111	100 Cricket Lane North Andover, MA 01845	009-56-7323	no
Keith H. Van Eitten	AVP	One Financial Center Boston, MA 02111	28 East Street Hingham, MA 02043	046-38-5116	yes
Quentin Climcr	AVP	One Financial Center Boston, MA 02111	Six Marilyn Way Halifax, MA 02338	027-60-2259	yes
Greg A. Abushcery	AVP	One Financial Center Boston, MA 02111	One Carpenter Road Norton, MA 02766	013-58-5976	yes
David M. Feldman	AVP	One Financial Center Boston, MA 02111	7 Wild Meadow Lane Natick, MA 01760	028-46-1960	yes
Garry S. Cuneo	Assist. Treas.	One Financial Center Boston, MA 02111	32 Storeybrooke Drive Newburyport, MA 01950	032-50-3829	no
Marian H. Desileis	Assist. Clerk	One Financial Center Boston, MA 02111	33 Marion Street Winchester, MA 01890	033-40-7611	no
Kevin S. Jacobs	Assist. Clerk	One Financial Center Boston, MA 02111	Watermill Place #110 Arlington, MA 02476	209-48-3301	no
Keith T. Banks	Director	100 Federal Street Boston, MA 02110	126 Satterthwaite Avenue Nutley, NJ 07110	149-44-4178	no
Joseph R. Palombo	Director	One Financial Center Boston, MA 02111	95 Wood End Lane Medfield, MA 02052	192-42-5142	no

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1988 MAY 25

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF ORGANIZATION

GENERAL LAWS, CHAPTER 156B, SECTION 12

I hereby certify that, upon an examination of the within-written articles of organization, duly submitted to me, it appears that the provisions of the General Laws relative to the organization of corporations have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$ 150 having been paid, said articles are deemed to have been filed with me this 25<sup>th</sup> day of May, 19 88

A TRUE COPY ATTEST  
*William Francis Galvin*  
WILLIAM FRANCIS GALVIN  
SECRETARY OF THE COMMONWEALTH  
DATE 2-22-91 CLERK AGS

Effective date

*Michael J. Connolly*  
MICHAEL J. CONNOLLY  
Secretary of State

PHOTO COPY OF ARTICLES OF ORGANIZATION TO BE SENT TO BE FILLED IN BY CORPORATION

TO: Marian H. Horgan  
Liberty Financial Services, Inc.  
.....  
.....600 Atlantic Avenue, 24th Floor.....  
.....Boston, MA 02210.....  
Telephone .. (617) 722-6000, Ext. 289.....

FILING FEE: 1/20 of 1% of the total amount of the authorized capital stock with par value, and one cent a share for all authorized shares without par value, but not less than \$150 General Laws, Chapter 156B. Shares of stock with a par value less than one dollar shall be deemed to have par value of one dollar per share.

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