

Filing Fee: \$150.00
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ID Number: 120591



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 CBIZ Special Risk Insurance Services, Inc. 612
2. It is incorporated under the laws of Ohio
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 09/24/98 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 6480 Rockside Woods Blvd. South, Suite 330 Cleveland, OH 44131
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 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:
consultation and brokerage services/benefits and insurance
8. The names and respective addresses of the directors and officers are:

	<u>Name</u>	<u>Address</u>
Director	SEE ATTACHED LIST	
Director		
President		
Vice President		
Treasurer		
Secretary		

FILED

OCT 01 2001

By [Signature] 271571

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:

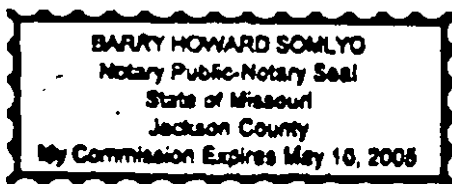
Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
850	common		no par value

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 (one)	common		no 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 \$ 225,000.00.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0.00.
- (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 0.0 %. [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 \$ 8,000,000.00.
- (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 \$ 0.00.
- (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 0.0 % [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: August 30, 2001



CBIZ Special Risk Insurance Services, Inc.

Print Exact Name of Corporation Making Application

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

By Nancy M. McLeod AND
☐ Secretary or ☒ Assistant Secretary (check one)

STATE OF Missouri
 COUNTY OF Jackson

In Kansas City, Missouri, on this 4th day of September, 2001, personally appeared before me Robert A. O'Byrne and Nancy M. McLeod who, being by me first duly sworn, declared that he/she is the Vice President & 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: 5-10-05

CBIZ SPECIAL RISK INSURANCE SERVICES, INC.
List of Officers and Directors
State of Rhode Island

Jerome P. Grisko, Jr.
Director & Executive Vice-President
6480 Rockside Woods Blvd. South, Suite 330
Cleveland, OH 44131

Timothy C. Moynihan
President
5353 Mission Center Road, Suite 310
San Diego, CA 92108

Robert A. O'Byrne
Executive Vice-President
2600 Grand Blvd. Suite 600
Kansas City, MO 64108-4624

David S. Azzolina
Treasurer
6480 Rockside Woods Blvd. South, Suite 330
Cleveland, OH 44131

Felicia P. Young
Assistant Treasurer
6480 Rockside Woods Blvd. South, Suite 330
Cleveland, OH 44131

Michael W. Gleespen
Secretary
6480 Rockside Woods Blvd. South, Suite 330
Cleveland, OH 44131

Nancy M. Mellard
Assistant Secretary
2600 Grand Blvd. Suite 600
Kansas City, MO 64108-4624

~~Doc ID~~ -->

199826700984

	DATE	DOCUMENT NO	DESCRIPTION		FILING	EXPED	PENALTY	CERT	COPY
1	9/25/1998	139826700984	ARF DOMESTIC ARTICLES/FOR PROFIT		85.00	10.00	0.00	0.00	0.00
				TOTAL	85.00	10.00	0.00	0.00	0.00

Return To:
C T CORPORATION SYSTEM
17 S HIGH ST
COLUMBUS, OH 43215-0000

cut along the dotted line



The State of Ohio
❖ *Certificate* ❖

Secretary of State - Bob Taft

1033063

It is hereby certified that the Secretary of State of Ohio has custody of the business records for NIEDERHOFER ACQUISITION CORP. and that said business records show the filing and recording of:

Document(s)
DOMESTIC ARTICLES/FOR PROFIT

Document No(s)
199826700984

United States of America
State of Ohio
Office of the Secretary of State



Witness my hand and the seal of the Secretary
of State at Columbus, Ohio, This 24th day of
September, A.D. 1998

Bob Taft
Bob Taft
Secretary of State

1033063

UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE

I, J. Kenneth Blackwell, Secretary of State of the State of Ohio, do hereby certify that the foregoing is a true and correct copy, consisting of 3 pages, as taken from the original record now in my official custody as Secretary of State.

WITNESS my hand and official seal at
Columbus, Ohio, this 24th day of
September 2001 A.D.



J. Kenneth Blackwell

J. KENNETH BLACKWELL
Secretary of State

By: [Signature]

NOTICE: This is an official certification only when reproduced in red ink