

CT CORPORATION SYSTEM

F02 000004895

CORPORATION(S) NAME

American Express Property Casualty Insurance Agency, Inc.

02 SEP 26 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

02 SEP 26 PM 12:10
RECEIVED

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of RA |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC | <input checked="" type="checkbox"/> CUS |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name _____
 Availability _____
 Document _____
 Examiner _____
 Updater _____
 Verifier _____
 W.P. Verifier _____

9/26/02

AAM

Order#: 5589267

300008052313--4

-09/26/02--01046--011

Ref#: *****70.00 *****70.00

300008052313--4

-09/26/02--01046--012

Amount: \$ *****8.75 *****8.75

F02-4895
JC

660 East Jefferson Street
 Tallahassee, FL 32301
 Tel. 850 222 1092
 Fax 850 222 7615

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

- 1. American Express Property Casualty Insurance Agency, Inc.
2. Wisconsin 3. 82-0541142
4. 04/12/2002 5. Perpetual
6. Upon Qualification + obtaining proper insurance licensure
7. 3500 Packerland Drive, De Pere, WI 54115

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- same
8. See Attachment
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: C T Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324

10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By: [Signature] Christine M. Eastwine
Assistant Secretary
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS SEE ATTACHMENT

Chairman: Larry W. Frazier
Address: 3500 Packerland Drive
De Pere, WI 54115

Vice Chairman:
Address:

Director: Jon P. Gingrich
Address: 3500 Packerland Drive
De Pere, WI 54115

Director: Michelle M. Jensen
Address: 3500 Packerland Drive
De Pere, WI 54115

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TALLAHASSEE, FLORIDA

B. OFFICERS SEE ATTACHMENT

President: Larry W. Frazier
Address: 3500 Packerland Drive
De Pere, WI 54115

Vice President: Jon P. Gingrich
Address: 3500 Packerland Drive
De Pere, WI 54115

Secretary: Timothy S. Meehan
Address: 50581 AXP Financial Center Minneapolis MN 55474

Treasurer: Larry W. Frazier
Address: 3500 Packerland Drive De Pere, WI 54115

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Tiffany R. Gniot, Asst. Secretary
(Typed or printed name and capacity of person signing application)

Purpose Clause

The purposes for which the corporation is formed include the transaction of any or all lawful business for which corporations may be organized under the Wisconsin Business Corporation Law, including, but not in limitation of the foregoing, engaging in the business of the solicitation of, negotiation for, or the procurement or making of insurance contracts.

Officers & Directors

Full Name: Larry W. Frazier
 Officer/Director: Officer, Director
 Officer's Title: President, Treasurer
 Business Address: 3500 Packerland Drive
 City: De Pere
 State: WI
 ZIP Code: 54115

Full Name: Jon P. Gingrich
 Officer/Director: Officer, Director
 Officer's Title: Vice President
 Business Address: 3500 Packerland Drive
 City: De Pere
 State: WI
 ZIP Code: 54115

Full Name: Michelle M. Jensen
 Officer/Director: Officer, Director
 Officer's Title: Vice President
 Business Address: 3500 Packerland Drive
 City: De Pere
 State: WI
 ZIP Code: 54115

Full Name: Timothy S. Meehan
 Officer/Director: Officer
 Officer's Title: Secretary
 Business Address: 50581 AXP Financial Center
 City: Minneapolis
 State: MN
 ZIP Code: 55474

Full Name: Tiffany R. Gniot
 Officer/Director: Officer, Director
 Officer's Title: Assistant Secretary
 Business Address: 3500 Packerland Drive
 City: De Pere
 State: WI
 ZIP Code: 54115

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

DOM NEW
180 181 185

United States of America
State of Wisconsin



DEPARTMENT OF FINANCIAL INSTITUTIONS

Greetings:

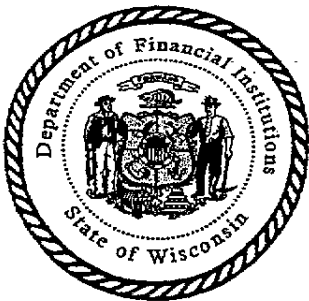
I do hereby certify that

AMERICAN EXPRESS PROPERTY CASUALTY INSURANCE AGENCY, INC.

is a domestic corporation organized under the laws of this state and that its date of incorporation is April 12, 2002.

I further certify that corporation has not yet completed its initial report year and, accordingly, has not yet filed an annual report under ss. 180.1622, 180.1921 or 181.1622, Wis. Stats.; and that said corporation has not filed articles of dissolution.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department on September 24, 2002.



A handwritten signature in black ink, appearing to read "Dave Duecker".

Dave Duecker, Administrator
Department of Financial Institutions

BY:

A handwritten signature in black ink, appearing to read "Cathy Mickelson".

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.