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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

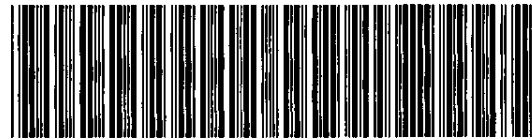
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12 JAN -3 9:12:10

APPROVED
FILED

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: 123CPL, Inc.
Name of Corporation -- must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", or "Certificate of Good Standing" and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Stanley T. Szczurek, President
Name of Person

123CPL, Inc.
Firm/Company

555 Croton Road, Suite 206
Address

King Of Prussia , PA 19406
City/State and Zip Code

sszczurek@alliantinsurance.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Stanley Szczurek at (610) 635-3311
Name of Person Area Code & Daytime Telephone Number

MAILING ADDRESS:
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy



Memorandum

December 20, 2011

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: 123CPL, INC. - RISK PURCHASING GROUP REGISTRATION

To Whom It May Concern:

The purpose of this letter is to explain why we conducted business in your state before being properly registered as a Risk Purchasing Group.

After applying online, we received an email notification stating "Application ID: 928713 has been Accepted" (a copy of this notification is attached) and at the time we understood that to mean that we were properly registered and free to conduct business. As a result of our perceived acceptance, a policy was written on December 15, 2011.

Please let me know if you have any questions or require anything further.

Thank you,

Kelly Ward
Legal Department
Alliant Insurance Services, Inc.
CA License #0C36861
701 B Street, 6th Floor
San Diego, CA 92101
Direct: (619) 849-3883
Fax: (619) 699-2122
Email: kward@alliantinsurance.com

Enclosures

/kw

APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

1. 123CPL, Inc.
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. Pennsylvania 3. 27-4420604
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 12/9/2010 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. December 15, 2011 - See explanation letter
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)
7. 555 Croton Road, Suite 206, King Of Prussia PA 19406
(Principal office address)
- Same as above
(Current mailing address)

8. 123CPL, Inc. is a Risk Purchasing group that will offer Pollution coverage to it's members
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

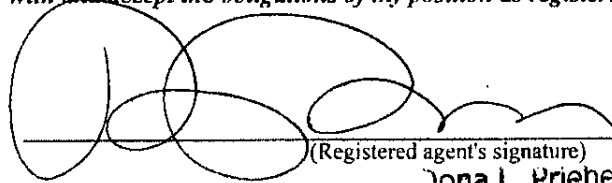
Tallahassee, Florida 32301
(City) (Zip Code)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
12 JAN - 9 10 2:10

FILED

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.


(Registered agent's signature)
Dona L. Priebe, Assistant VP

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.

APPROVED
FILED

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

12 JAN -3 PM 2:10

A. DIRECTORS

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Chairman: N/A

Address: _____

Director: Stanley T. Szczurek

Address: 555 Croton Road, Suite 206, King Of Prussia PA 19406

Director: Jerold D. Hall

Address: 1301 Dove Street, Suite 200, Newport Beach, CA 92660

Director: Kenneth A. Zak

Address: 701 B Street, 6th Floor, San Diego, CA 92101

B. OFFICERS

President: Stanley T. Szczurek

Address: 555 Croton Road, Suite 206, King Of Prussia PA 19406

Vice President: N/A

Address: _____

Secretary: Kenneth A. Zak

Address: 701 B Street, 6th Floor, San Diego, CA 92101

Treasurer: Stanley T. Szczurek

Address: 555 Croton Road, Suite 206, King Of Prussia PA 19406

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

13. _____

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

14. _____

Kenneth A. Zak, Secretary

(Typed or printed name and capacity of person signing application)

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

DECEMBER 21, 2011

12 JAN -3 PM 2:10

SECRETARY OF STATE
TALLAHASSEE FLORIDA

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

123CPL, Inc.

is duly incorporated as a Pennsylvania Corporation under the laws of the Commonwealth of Pennsylvania and remains a subsisting corporation so far as the records of this office show, as of the date herein.

I DO FURTHER CERTIFY THAT, This Subsistence Certificate shall not imply that all fees, taxes, and penalties owed to the Commonwealth of Pennsylvania are paid.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Carol Aichele

Secretary of the Commonwealth