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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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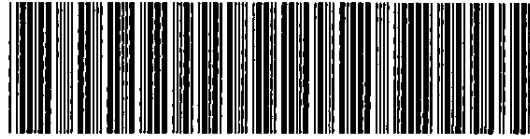
(Business Entity Name)

(Document Number)

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*gn 8/21/12*

**COVER LETTER**

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** Spirit Commercial Auto Insurance Risk Retention Group, Inc.  
Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Heather Ross  
Name of Person

Risk Services  
Firm/Company

2233 Wisconsin Avenue, NW, Suite 310  
Address

Washington, DC, 20007  
City/State and Zip code

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

For further information concerning this matter, please call:

Heather Ross at ( 202 ) 471-5944, x675941  
Name of Person Area Code & Daytime Telephone Number

**STREET/COURIER ADDRESS:**

New Filing Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

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

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

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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. Spirit Commercial Auto Risk Retention Group, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Nevada 3. 45-4643855
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1/5/12 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6.
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 5430 W. Sahara Avenue, Las Vegas, NV, 89146
(Principal office address)

c/o Risk Services, 1605 Main St., Ste. 800, Sarasota, FL, 34236
(Current mailing address)

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 NOT acceptable)

Name: Michael T. Rogers

Office Address: Risk Services, 1605 Main St., Ste. 800

Sarasota, Florida 34236
(City) (Zip code)

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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)

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.

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA

SPIRIT COMMERCIAL AUTO RISK RETENTION GROUP, INC.

ATTACHMENT

The primary purpose for which the Corporation is formed is (a) to be an association captive insurance company, as defined in the Captive Insurers Law; (b) to apply to be the Commissioner of Insurance for a license to transact insurance; and (c) to make contracts in accordance with Title 57 of the Nevada Revised Statutes (the "Nevada Insurance Law").

Accordingly, the Corporation shall be authorized to:

- 1) Act as a stock insurer and reinsurer operating as an association captive insurance company in the classes of insurance approved by the Insurance Commissioner of the State of Nevada.
- 2) To do and transact any and every other kind of business which is permitted under the Nevada Corporate Law and the Captive Insurers Law as now in force or as hereinafter amended, and to transact any other lawful business for which corporations may be incorporated under the Nevada Revised Statutes, subject to Chapter 694C of the Nevada Revised Statutes and the provisions of the Liability Risk Retention Act of 1986, as amended, and approval of the Commissioner of Insurance. The Corporation has all powers necessary and proper to carry on its business. The Corporation shall have authority to do business anywhere in the world. The Corporation shall have and exercise all rights and powers from time to time granted to a Corporation by law. The above clauses shall not be limited by reference to, or inference from, one another, but each purpose clause shall be construed as a separate statement conferring independent purposes and powers of the Corporation.

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

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**A. DIRECTORS**

Director:

Chairman: Michael Gallagher  
XXXXXX

Address: Intermodal Transport Co., 575 Avenue P, Newark, NJ 07105 12 AUG 20 PM 2: 35

Director:

Vice Chairman: Nicholas Teetelli  
XXXXXXX

Address: Maple Technologies, LLC, 500 Craig Boulevard, 2nd Fl., Manalapan, NJ 07726

Director: Victoria Erickson

Address: Risk Services-Nevada, Inc., 5430 W. Sahara Avenue, Las Vegas, NV, 89146

Director:

Address:

**B. OFFICERS**

President: Michael Gallagher

Address: Intermodal Transport Co., 575 Avenue P, Newark, NJ, 07105

Vice President: Brenda Guffey

Address: Navasink Insurance Agency, 11790 SW Hwy Y, Schell City, MO, 64783

Secretary: Heather Ross

Address: Risk Services, 2233 Wisconsin Avenue, NW, Ste. 310, Washington, DC, 20007

Treasurer: Michael Gallagher

Address: Intermodal Transport Co., 575 Avenue P, Newark, NJ, 07015

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

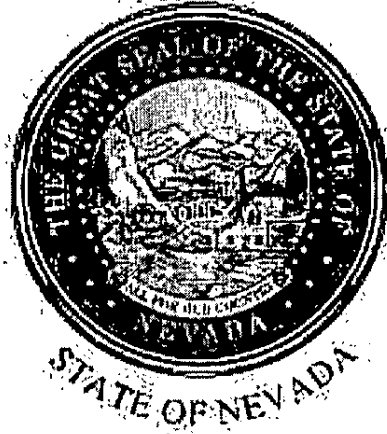
13.   
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Heather Ross, Secretary

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

# SECRETARY OF STATE



## CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, ROSS MILLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **SPIRIT COMMERCIAL AUTO RISK RETENTION GROUP, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since January 5, 2012, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on June 26, 2012.



*Ross Miller*  
ROSS MILLER  
Secretary of State

Certified By: Christine Rakow  
Certificate Number: C20120622-1262  
You may verify this certificate  
online at <http://www.nvsos.gov/>

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