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TRANSMITTAL LETTER

**TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS**

700001690997
-01/17/96--01074--025
*****78.75 *****78.75

SUBJECT: Companion Property and Casualty Insurance Company
(Name of corporation)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", 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:

Charles M. Potok
(Name of Person)
Companion Property and Casualty
Insurance Company
(Firm/Company)

51 Clemson Road
(Address)

Columbia, South Carolina 29223
(City, State and Zip Code)

Should you need to call someone concerning this matter, please call:

Charles M. Potok at (803) 735 - 0672
(Name of Person) Area Code & Daytime Telephone Number

** We request a certificate of status.

COURIER ADDRESS:
Qualification/Registration Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Registration Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RECEIVED
96 JAN 17 PM 12:53
DIVISION OF CORPORATION
96 JAN 17 PM 3:05
SECRETARY OF STATE
FILED

*When Ready
Please Call
222-7000
for pickup
(Hattie)*

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

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

1. Companion Property and Casualty Insurance Company
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "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.)

2. South Carolina 3. 57-0768836
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. February 13, 1984 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Have not transacted business as yet.
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 51 Clemson Road
Columbia, South Carolina 29223
(Current mailing address)

8. Underwriting of Property and Casualty Insurance
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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SECRETARY OF STATE
96 JAN 17 PM 2:05

9. **Name and street address of Florida registered agent:**

Name: Insurance Commissioner
Office Address: Capitol
Tallahassee, Florida, 32399-0300
(Zip Code)

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.

Insurance Commissioner
(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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: M. Edward Sellers

Address: 4646 Pine Grove Court

Columbia, SC 29206

Director
Vice-Chairman: Joseph F. Sullivan

Address: 1 Kirkwood Street

Camden, SC 29020

Director: Thomas G. Faulds

Address: 312 West Springs Road

Columbia, SC 29223

Director: Charles M. Potok

Address: 311 East Springs Road

Columbia, SC 29223

B. OFFICERS

President: M. Edward Sellers

Address: 4646 Pine Grove Court

Columbia, SC 29206

Executive Vice President: Charles M. Potok

& C.O.O. Address: 311 East Springs Road

Columbia, SC 29223

Secretary: Vivian B. Gray

Address: 505 Woodlands Ridge Road

Columbia, SC 29223

Treasurer: Robert A. Leichtle

Address: 8 Oak Bluff Court

Columbia, SC 29223

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. Charles M. Potok, Executive Vice President & COO
(Typed or printed name and capacity of person signing application)

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**ADDENDUM TO APPLICATION
LISTING ADDITIONAL OFFICERS
AND DIRECTORS OF
COMPANION PROPERTY AND
CASUALTY INSURANCE COMPANY**

DIRECTORS

Director: Robert A. Leichte
Address: 8 Oak Bluff Court
Columbia, SC 29223

OFFICERS

Vice President: Thomas G. Faulds
Address: 312 West Springs Road
Columbia, SC 29223

Vice President: A. Eugene Jarrett
Address: 886 Pine Forest Trail
Columbia, SC 29210

Vice President: Phillip W. Segui
Address: 136 Island View Court
Lexington, SC 29072

Vice President
& C.F.O. William J. Lohmeyer
Address: 104 Mallet Hill Road
Columbia, SC 29223

Assistant Treasurer: Mary R. Major
Address: 6157 Eastshore Road
Columbia, SC 29206

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SECRETARY OF STATE
CORPORATIONS
96 JAN 17 PM 2:05

The State of South Carolina



Office of Secretary of State Jim Miles Certificate of Existence

I, Jim Miles, Secretary of State of South Carolina Hereby certify that:

COMPANION PROPERTY AND CASUALTY INSURANCE COMPANY, a corporation duly organized under the laws of the State of South Carolina on **February 13th, 1984**, and having a perpetual duration unless otherwise indicated below, has as of the date hereof filed all reports due this office, paid all fees, taxes and penalties owed to the Secretary of State, that the Secretary of State has not mailed notice to the Corporation that it is subject to being dissolved by administrative action pursuant to Section 33-14-210 of the South Carolina Code, and that the corporation has not filed articles of dissolution as of the date hereof.

Given under my Hand and the Great Seal of the State at Columbia this 15th day of January, 1996.

Handwritten signature of David M. Beasley in cursive script.

David M. Beasley, Governor

Handwritten signature of Jim Miles in cursive script.

Jim Miles, Secretary of State

FILED
SECRETARY OF STATE
96 JAN 17 1996