

F96000002874

TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

800001850928
-06/04/96--01169--008
*****78.75 *****78.75

SUBJECT: PAULA Insurance Company
(Name of corporation)

F96-11874

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:

6/10/96

Bradley K. Serwin
(Name of Person)
PAULA Insurance Company
(Firm/Company)
300 N. Lake Ave., Ste. 300
(Address)
Pasadena, CA 91101
(City, State and Zip Code)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 10 AM 11:51

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

Bradley K. Serwin at (818) 304 - 1299
(Name of Person) Area Code & Daytime Telephone Number

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



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 5, 1996

BRADLEY K. SERWIN
PAULA INSURANCE COMPANY
300 N. LAKE AVE. SUITE 300
PASADENA, CA 91101

SUBJECT: PAULA INSURANCE COMPANY
Ref. Number: W96000011874

We have received your document for **PAULA INSURANCE COMPANY** and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please list the street address of each officer/director. If the officer/director does not have a street address, list the mailing address and write (N/A).

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 396A00028039

PAULA Financial

300 North Lake Ave., Suite 300

Pasadena, CA 91101

818-304-1247

Fax: 818-304-1056

FAX TRANSMISSION COVER SHEET

Date: 05/10/98
To: Mr. Lee Rivers
 Florida Dept. of State - Division of Corporations
From: 904-487-6013
Re: PAULA Insurance Company Application - incomplete documents
Sender: Grace Gross

YOU SHOULD RECEIVE 3 PAGE(S), INCLUDING THIS COVER SHEET. IF YOU DO NOT RECEIVE ALL THE PAGES, PLEASE CALL 818-304-1247.

I would appreciate a call if you have any questions or if further documentation is required. My direct line is (318) 304-01247. Thank you.

**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. PAULA 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. California 3. 95-2905032
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. Septmeber 4, 1974 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Expected to commence in 4th Quarter 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 300 North Lake Avenue, Suite 300
Pasadena, CA 91101
(Current mailing address)
8. Insurance Company
(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:**
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: Please see attached list

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Please see attached list

Address: _____

Vice President: _____

Address: _____

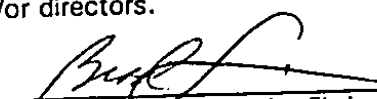
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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. Bradley K. Serwin, General Counsel, Vice President and Secretary
(Typed or printed name and capacity of person signing application)

**PAULA INSURANCE COMPANY OFFICERS AND DIRECTORS
AS OF APRIL 25, 1996**

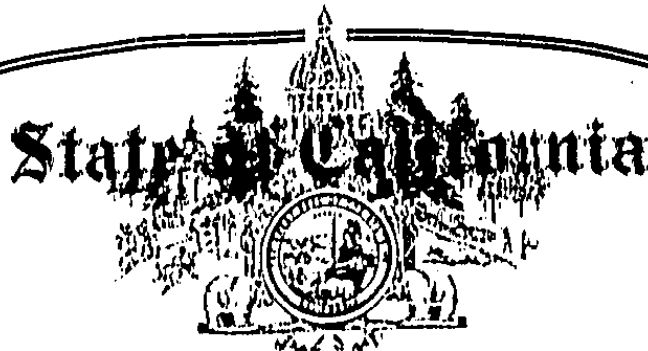
Director/Chairman/President/CEO	Jeffrey A. Snider
Director/Sr. Vice President/COO	Andrew M. Slavitt
Director/Sr. Vice President/CFO/Treasurer	James A. Nicholson
Director/Vice President/Corporate Controller	Theodore S. Clement
Director/Sr. Vice President	Victor Gloria III
Director/Vice President/General Counsel/ Secretary	Bradley K. Serwin
Director/Vice President	James M. Hannah
Vice President (Officer only)	Vicki L. Lyons
Vice President of Field Services (Officer only)	Abel Almanza

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**PAULA INSURANCE COMPANY OFFICERS AND DIRECTORS
AS OF APRIL 25, 1996**

Director/Chairman/President/CEO	Jeffrey A. Snider 300 North Lake Avenue, Suite 300 Pasadena, CA 91101
Director/Sr. Vice President/COO	Andrew M. Slavitt 300 North Lake Avenue, Suite 300 Pasadena, CA 91101
Director/Sr. Vice President/CFO/Treasurer	James A. Nicholson 300 North Lake Avenue, Suite 300 Pasadena, CA 91101
Director/Vice President/Corporate Controller	Theodore S. Clement 300 North Lake Avenue, Suite 300 Pasadena, CA 91101
Director/Sr. Vice President	Victor Gloria III 300 North Lake Avenue, Suite 300 Pasadena, CA 91101
Director/Vice President/General Counsel/ Secretary	Bradley K. Serwin 300 North Lake Avenue, Suite 300 Pasadena, CA 91101
Director/Vice President	James M. Hannah 300 North Lake Avenue, Suite 300 Pasadena, CA 91101
Vice President (Officer only)	Vicki L. Lyons 300 North Lake Avenue, Suite 300 Pasadena, CA 91101
Vice President of Field Services (Officer only)	Abel Almanza 360 W. 20th Street, Suite C Yuma, AZ 85364

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SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 4th day of September, 19 74

PAULA INSURANCE COMPANY

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

May 28, 1996

Bill Jones

Secretary of State



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