

Document Number Only

F96000000 32/5

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

200001875302
-06/25/96--01080--017
*****70.00 *****70.00

CORPORATION(S) NAME

Financial Insurance Services, Inc.

d/b/a SITEL Financial Insurance Services.

96 JUN 25 PM 2:52

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

☒ Profit

☐ NonProfit

☐ Limited Liability Co.

☒ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Certified Copy

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Amendment

☐ Dissolution/Withdrawal

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Call if Problem

☐ Merger

☐ Mark

☐ Other

☐ Change of R.A.

☐ Fic. Name

☐ CUS

☐ After 4:30

☒ Pick Up

Name
Availability

Document
Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

PLEASE RETURN EXTRA COPIES
FILE STAMPED

6-25

Please call Tamara
w/ questions + comments

Thanks!

222-1092


**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. Financial Insurance Services, Inc.
(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. Nebraska
(State or country under the law of which it is incorporated)
3. 47-0791671
(FEI number, if applicable)
4. August 1, 1995
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. N/A Upon Qualification
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 5601 N 103rd St
Omaha, NE 68134
(Current mailing address)
8. To engage in the business of marketing insurance products
(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 or Mail Drop Box NOT acceptable)**
Name: C T Corporation System
Office Address: c/o C T Corporation System, 1200 S Pine Island Rd
Plantation, Florida, 33324
(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.


(Registered agent's signature) Jeffrey H. Terry
Asst. Secy.

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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 25 PM 4:52

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: SEE ATTACHED

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: SEE ATTACHED

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

Michael J Kelly - Assistant Assistant
Treasurer/Secretary

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 25 PM 2:53

Financial Insurance Services, Inc
Officers, Directors, & Stockholder

<u>President/Director</u> - Ford F. Fischer 13305 Birch St, Ste 100 Omaha, NE 68164	SSN:309-56-7863 DOB:07/30/50	Sublicensee NO
<u>Vice President</u> - Rodney Robert Kassmeier 10244 Wiesman Dr Omaha, NE 68134	SSN:508-74-4310 DOB:11/23/53	Sublicensee NO
<u>Secretary</u> - Nancy C. Noack 13305 Birch St, Ste 100 Omaha, NE 68164	SSN:478-54-3183 DOB:02/04/42	Sublicensee NO
<u>Treasurer</u> - Nancy C. Noack 13305 Birch St, Ste 100 Omaha, NE 68164	SSN:478-54-3183 DOB:02/04/42	Sublicensee NO
<u>Assistant Secretary/ Assistant Treasurer</u> - Michael J. Kelly 10244 Wiesman Dr Omaha, NE 68134	SSN:508-72-5351 DOB:09/08/57	Sublicensee NO
<u>Director</u> - James F. Lynch 13215 Birch St, Ste 100 Omaha, NE 68164	SSN:171-40-6208 DOB:05/26/49	Sublicensee NO
<u>Director</u> - Matthew H. Gates 13215 Birch St, Ste 100 Omaha, NE 68164	SSN:098-36-0645 DOB:04/17/47	Sublicensee NO
<u>Director</u> - Michael P. May 13215 Birch St, Ste 100 Omaha, NE 68164	SSN:505-62-9244 DOB:03/03/50	Sublicensee NO
<u>Director</u> - Edward Taylor 13215 Birch St, Ste 100 Omaha, NE 68164	SSN:528-96-2565 DOB:11/17/57	Sublicensee NO
<u>Stockholder</u> - SITEL Corporation 13305 Birch St., Ste 100 Omaha, NE 68164	FIN:47-0685333 100% of shares	

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 25 PM 2:53

SITEL Corporation
Officers

CEO - James F. Lynch
19 Ginger Cove Rd Valley, NE 68064

SSN: 171-40-6208

CFO - Matthw H. Gates
518 Laurel Dr Bellevue, NE 68005

SSN: 098-36-0645

Sr Executive Vice President - Ed R. Taylor
12930 Hamilton St Omaha, NE 68154

SSN: 528-96-2565

Sr Executive Vice President - Mike P. May
7622 Fairway Dr Omaha, NE 68103

SSN: 505-62-9244

Treasurer - Nancy C. Noack
1607 Childs Rd East Bellevue, NE 68005

SSN: 478-54-3183

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 25 PM 2:53

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 25 PM 2:53

I, the undersigned Michael J Kelly, do hereby certify
(Name)

that this Resolution of the Board of Directors of _____

Financial Insurance Services, Inc.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Nebraska,

was duly adopted on August 1, 19 95.

Be it resolved, that Financial Insurance Services, Inc.,
(Corporate Name)

organized and existing in the State of Nebraska, hereby adopts the name

SITEL Financial Insurance Services, Inc.

for use in Florida.

Dated: June 21, 1996

Michael J Kelly
Signature of either Chairman, Vice Chairman or any officer

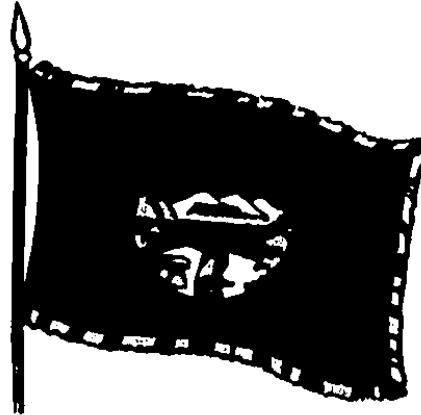
Michael J Kelly

Type or print name

STATE OF

NEBRASKA

United States of America,
State of Nebraska } ss.



Department of State
Lincoln, Nebraska

I, Scott Moore, Secretary of State of the State of Nebraska do hereby
certify;

The attached is a true and correct copy of the Articles of Incorporation of
FINANCIAL INSURANCE SERVICES, INC.

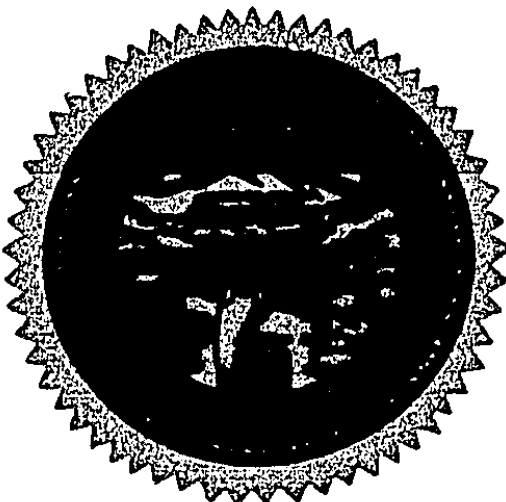
with its registered office located in OMAHA, Nebraska,
as filed and recorded in this office on August 1, 1995.

I further certify that said corporation is in good standing as of this date.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 25 PM 2:53

In Testimony Whereof,

I have hereunto set my hand and
affixed the Great Seal of the State
of Nebraska on May 28
in the year of our Lord, one thousand
nine hundred and ninety-six.



Scott Moore

SECRETARY OF STATE

1397833

AUG 1 1995

20522

ARTICLES OF INCORPORATION
OF

STATE OF NEBRASKA
SECRETARY'S OFFICE
Received and filed for record
and recorded on film roll No. 75-15 at page 10

FINANCIAL INSURANCE SERVICES, INC

See above
Secretary of State
By JWA 75-90 *pd*

The undersigned natural person of the age of twenty-one (21) years or more, acting as incorporator of a corporation under the Nebraska Business Corporation Act, hereby adopts the following Articles of Incorporation for such corporation.

ARTICLE I.
NAME

The name of the Corporation shall be FINANCIAL INSURANCE SERVICES, INC.

ARTICLE II.
DURATION

The period of duration of the Corporation is perpetual.

ARTICLE III.
PURPOSES

The purposes for which the Corporation is organized are the following:

(a) To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Nebraska; and

(b) To do everything necessary, proper, advisable, and convenient for the accomplishment of the purposes hereinabove set forth, and to do all other things incidental thereto or connected therewith which are not forbidden by the laws of the State of Nebraska or by these Articles of Incorporation.

(c) To engage in the business of marketing insurance products.

(d) Any other lawful purposes permitted under the laws of the State of Nebraska as contemplated by the provisions of the Nebraska Business Corporation Act.

ARTICLE IV.
POWERS

The Corporation shall have and exercise all powers and rights conferred upon corporations by the Nebraska Business Corporation Act and any enlargement of such powers conferred by subsequent legislative acts; and, in addition thereto, the Corporation shall have and exercise all powers and rights, not otherwise denied

corporations by the laws of the State of Nebraska, as are necessary, suitable, proper, convenient, or expedient to the attainment of the purposes set forth in Article III above.

ARTICLE V.
AUTHORIZED SHARES

The capital stock of the Corporation shall be \$1,000.00 which shall be divided into 100,000 shares of voting common stock with a par value of \$0.01 per share.

ARTICLE VI.
INTEREST OF DIRECTORS
IN TRANSACTIONS

In the absence of fraud, no contract or other transaction between the Corporation and any other person, corporation, firm, syndicate, association, partnership, or joint venture shall be wholly or partially invalidated or otherwise affected by reason of the fact that one or more of the directors of the Corporation, is or is to become a director or officer of such other corporation, firm, syndicate, or association, or a member of such partnership or joint venture, or is pecuniarily or otherwise interested in such contractual transaction, provided, that the fact such director or directors of the Corporation are so situated or so interested or both, shall be disclosed or shall have been known to the Board of Directors of the Corporation. Any director or directors of the Corporation who is or is to become a director or officer of such other corporation, firm, syndicate, or association, or a member of such partnership or joint venture, or pecuniarily or otherwise interested in such contract or transaction, may be counted for the purpose of determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize any such contract or transaction and in the absence of fraud, and as long as he or she acts in good faith, any such director may vote thereat to authorize any such contract or transaction, with like force and effect as if he or she were not a director or officer of such other corporation, firm, syndicate, or association, or a member of such partnership or joint venture, or pecuniarily or otherwise interested in such contract or transaction.

ARTICLE VII.
INITIAL REGISTERED OFFICE
AND INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is 10306 Regency Parkway Drive, Omaha, Douglas County, Nebraska, 68114, and the registered agent at such address is Frank J. Barrett.

ARTICLE VIII.
NAME AND ADDRESS
OF INCORPORATOR

The name and address of the Incorporator is Frank J. Barrett,
10306 Regency Parkway Drive, Omaha, Douglas County, Nebraska
68114.

Dated this 31st day of July, 1995.



Frank J. Barrett, Incorporator

Publisher's
Fee.....\$ 612. 00
Extra
Copies.....\$
.....\$ 12. 00
Total.....\$ 644. 00

RECEIVED

SEP 6 1995

SECRETARY OF STATE

198119513

BERNARD, MOLLAND, DELACY & SYVODA, Attorneys
1000 Regency Parkway Drive
Omaha, Nebraska 68114

NOTICE OF INCORPORATION OF FINANCIAL INSURANCE SER-
VICES, INC.

Notice is hereby given that a corporation has been formed under the laws of the State of Nebraska, and that the name of the corporation is FINANCIAL INSURANCE SERVICES, INC. The address of the registered office is 10316 Regency Parkway Drive, Omaha, Nebraska 68114. The general nature of the business to be transacted is marketing insurance products and to do all things which are not forbidden by the laws of Nebraska; the capital stock authorized consists of 100,000 shares with a par value of \$ 01 per share, for a total of \$1,000.00, and such capital stock shall be paid on such conditions and at such time as shall be determined by the Board of Directors of the corporation; the corporation shall have perpetual existence, and the affairs shall be governed by a Board of Directors and officers as prescribed by the by laws. Commenced business on August 1, 1995.

FRANK J. BARRETT, Incorporator
First publication August 11, 1995, final August 25, 1995.

STATE OF NEBRASKA

County of Douglas

SS.

Robert G. Holz, being duly sworn, deposes and says that he/she is Vice President of The Midlands Business Journal, a legal weekly newspaper published in the City of Omaha, Douglas County, Nebraska, printed in the English language, having a bona fide circulation in Douglas County in excess of 300 copies for more than 52 weeks last year; that the printed notice attached hereto was published in said Midlands Business Journal for 3 consecutive weeks, beginning on August 11, 1995, and ending on August 25, 1995, and said newspaper was during that time and has since been in general circulation in said County and State, and that said newspaper was printed in whole or in part in the office maintained at place of publication.

GENERAL NOTARY-STATE of Nebraska
MARTHA HOIG
My Comm. Exp. April 27, 1999

Subscribed in my presence and
sworn to before me this 25th
day of August, 1995.

Notary Public

Duplicate Affidavits of this Publication have been filed in the office of
County Court ☐ Clerk of Dist. Court ☐ County Clerk ☒ Sec. State ☒

539