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H.I.I.P.I. Group Protection

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 SEP 22 AM 9: 50

July 31, 1997

Florida Department of State  
Sandra B. Mortham, Secty. of State  
Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

300002256213--3  
08/04/97-01057-021  
\*\*\*293.75\*\*\*

Re: HIPI Group Protection LLC

Enclosed, please find all the necessary signed and completed forms to apply for an insurance license for HIPI Group Protection LLC. Also, enclosed is a check in the amount of \$293.75 to cover the fees for this license.

Thank you for your assistance in the handling of this request.

Yours very truly,

*Alice G. Keith*  
Alice G. Keith

:agk  
encl.

W97-18149

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|-------------------|-----|
| Name              |     |
| Availability      |     |
| Document Examiner | KWM |
| Updater           | KWM |
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| Acknowledgement   | KWM |
| V. P. Verifier    | KWM |

2307 Commonwealth Drive  
Charlottesville, VA 22901  
Phone (888) 544-2009  
Fax (804) 978-4502

9-22



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

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DIVISION OF CORPORATIONS

97 SEP 22 AM 9:50

September 2, 1997

**HIPI GROUP PROTECTION**  
**ATTN: ALICE G. KEITH**  
**2307 COMMONWEALTH DR.**  
**CHARLOTTESVILLE, VA 22901**

**SUBJECT: HIPI GROUP PROTECTION LLC**  
Ref. Number: W97000018149

We have received your document for HIPI GROUP PROTECTION LLC and your check(s) totaling \$293.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The certificate of existence must be issued within the last 90 days by the Secretary of State which has custody of the records in the jurisdiction under the laws of which the above listed entity is incorporated/organized.

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 (850) 487-6967.

**Kenny Manning**  
Corporate Specialist

Letter Number: 497A00043791



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

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DIVISION OF CORPORATIONS

97 SEP 22 AM 9:50

August 6, 1997

HIPI GROUP PROTECTION  
ATTN: ALICE G. KEITH  
2307 COMMONWEALTH DR.  
CHARLOTTESVILLE, VA 22901

SUBJECT: HIPI GROUP PROTECTION LLC  
Ref. Number: W97000018149

We have received your document for HIPI GROUP PROTECTION LLC and your check(s) totaling \$293.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the name, title, and business address of each managing member or manager who will manage the foreign limited liability company in the state of Florida. Please insert "MGRM" in the title portion for each managing member and "MGR" in the title portion for each manager.

The designation of the registered agent must be at a Florida street address.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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 (850) 487-6967.

Kenny Manning  
Corporate Specialist

Letter Number: 397A00040038

X 8/26/97

PLEASE SEE ATTACHED.

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. HIPI GROUP PROTECTION LLC  
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. VIRGINIA  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 54-1847043  
(FEI number, if applicable)
4. April 15, 1997  
(Date of Organization)
5. DECEMBER 31, 2047  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. September 1997  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)
7. 2307 COMMONWEALTH DRIVE  
CHARLOTTESVILLE, VA 22901  
(Street address of principal office)

8. List name, title, and business address of each managing member [MGRM] or manager [MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

| NAME & ADDRESS:  | TITLE:              | NAME & ADDRESS:  | TITLE: |
|--|---------------------|--|--------|
| National Group Protection<br>by: Sandra C. Palumbo<br>2307 Commonwealth Drive<br>Charlottesville, VA 22901 | Secty/Treas.<br>MGR | Robert Snyder, II<br>Henry Ward Jounson, Princ. & Sr. V. P.<br>DBA Health Industry Insurance Professionals, Inc.<br>300 S. Wacker Dr., Suite 2600<br>Chicago, IL 60606 | MGR    |
| _____  | _____               | _____  | _____  |
| _____  | _____               | _____  | _____  |
| _____  | _____               | _____  | _____  |
| _____  | _____               | _____  | _____  |
| _____  | _____               | _____  | _____  |
| _____  | _____               | _____  | _____  |

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**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

HIPI GROUP PROTECTION LLC

2. The name and address of the registered agent and office are:

~~BRADLEY R. VAN HORN, ATTORNEY AT LAW~~

(Name)

MICHAEL A. ABEL

~~McGUIRE WOODS BATTLE & BOOTHE LLP~~

~~ONE JAMES CENTER, 901 EAST GARY ST.~~

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE) Jacksonville, FL 32202

McGUIRE WOODS & BATTLE  
Barnett Center, Suite 3550  
50 N. Laura St.

~~RICHMOND, VA 23219-4030~~

(City/State/Zip)

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
(Signature)

July 24, 1997  
(Date)

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DIVISION OF CORPORATIONS  
97 SEP 22 AM 9:51

**Filing Fee: \$ 35 for Designation of Registered Agent**

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of HILPI GROUP PROTECTION LLC  
\_\_\_\_\_deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 15,000
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ N/A  
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ 10,000  
This total includes amounts from 2 and 3 above.
- 5) the total amount of cash or property anticipated to be contributed by member(s) is \$ 25,000

*Anderson C. Palumbo*

**Signature of a member or authorized representative of a member.**  
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

**Filing Fee: \$250.00 for Application and Affidavit**

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DIVISION OF CORPORATIONS  
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# Commonwealth of Virginia



## State Corporation Commission

I Certify the Following from the Records of the Commission:

a Virginia Limited Liability Company certificate was filed in this office on April 23, 1997 by HIIPI Group Protection, LLC.

a certificate of cancellation has not been filed in this office by HIIPI Group Protection, LLC.

Nothing more is hereby certified.



Signed and Sealed at Richmond  
on this Date: September 12, 1997

*William J. Bridge*

William J. Bridge, Clerk of the Commission

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