



Central Licensing Bureau, Inc.

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1501 NORTH UNIVERSITY
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REVA FLETCHER
President

GENA BRADSHAW, FLMI
Senior Vice President

W.H.L. WOODYARD IV
Vice President

April 3, 2002

MDZ0000000929

Florida Division of Corporations
Registration Section
P. O. Box 6327
Tallahassee, FL 32314

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-04/03/02--01077--002
****125.00 ****125.00

Dear Sir/Madam:

Enclosed please find the necessary documents to qualify **Ceres Sales of Ohio, LLC** to do business in your state.

I trust this letter and the enclosed documents place them in compliance with your state Statutes. However, if any further action is required, please do not hesitate to contact me.

Thank you for your consideration of this filing.

Sincerely,

Angela Jones
Corporate Qualification Division

aj

Enclosures

APPROVED
AND
FILED
02 APR - 8 AM 11:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JB
4-11-02

**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. Ceres Sales of Ohio, LLC
(Name of foreign limited liability company)
2. Ohio 3. 34-1970892
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. November 7, 2001 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 17800 Royalton Road
Strongsville, Ohio 44136
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒
9. The usual business addresses of the managing members or managers are as follows:

PLEASE SEE ATTACHED

02 APR - 8 AM 11:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

APPROVED
AND
FILED

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: The business of insurance,
functioning as an insurance agency

B. T.
Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Brian Tene

Typed or printed name of signee

Ceres Sales of Ohio, LLC

List of Officers

Bruce M. Henry, President
17800 Royalton Road
Strongsville, Ohio 44136

Kathleen L. Mesel, Sr. Vice President/Secretary
17800 Royalton Road
Strongsville, Ohio 44136

Charles E. Miller Jr., CFO/Assistant Secretary
17800 Royalton Road
Strongsville, Ohio 44136

Brian S. Tenner, Sr. Vice President
17800 Royalton Road
Strongsville, Ohio 44136

Larry E. Wharton, Treasurer
17800 Royalton Road
Strongsville, Ohio 44136

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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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Ceres Sales of Ohio, LLC

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

C T Corporation System

(Name)

c/o C T Corporation System, 1200 South Pine Island Road

Florida street address (P.O. Box NOT ACCEPTABLE)

Plantation

FL 33324

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 as provided for in Chapter 608, F.S.

C T Corporation System

M.S. Green
(Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
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**UNITED STATES OF AMERICA
STATE OF OHIO
OFFICE OF THE SECRETARY OF STATE**

I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show CERES SALES OF OHIO, LLC, an Ohio Limited Liability Company, Registration No. 1268311, was organized within the State of Ohio on November 07, 2001, is currently in FULL FORCE AND EFFECT upon the records of this office.

APPROVE
AND
FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 12th day of March, A.D. 2002.*

J. Kenneth Blackwell
Ohio Secretary of State