



THE UNITED STATES
CORPORATION
COMPANY

F00000004814

ACCOUNT NO. : 072100000032

REFERENCE : 755751 7192809

AUTHORIZATION :

Patricia Pyjot

COST LIMIT : ~~\$70.00~~

ORDER DATE : July 6, 2000

ORDER TIME : 9:54 AM

ORDER NO. : 755751-010

CUSTOMER NO: 7192809

CUSTOMER: Mr. Joseph W. Boatwright
GE Financial Assurance
6610 West Broad Street
Richmond, VA 23230

\$ 2370.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 24 PM 3:46

(7)

FOREIGN FILINGS

300003370953--3

NAME: THE TERRA FINANCIAL COMPANIES,
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar
EXT. 1124

RECEIVED
00 AUG 24 AM 10:40
CLERK OF COURTS
TALLAHASSEE FL 32301



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 24, 2000

ANGIE GLISAR
CSC
TALLAHASSEE, FL

SUBJECT: THE TERRA FINANCIAL COMPANIES, INC.
Ref. Number: W00000020845

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 24 PM 3:46

We have received your document for THE TERRA FINANCIAL COMPANIES, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being retained for the following:

Your application indicates that THE TERRA FINANCIAL COMPANIES, INC. began transacting business in Florida on March 8, 1998. If that is so, then penalty fees are owed.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$2,300.00.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 000A00045412

RECEIVED
00 AUG 25 AM 10:44

*please debit our account for the \$2,370.00 to file the qualification.
Thanks!*

Patricia Pujols

ESUBMIT

Please give original
session date as file date.

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

SECRETARY OF STATE
DIVISION OF CORPORATIONS
002 AUG 24 PM 3:46

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. The Terra Financial Companies, Ltd., 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. Illinois

(State or country under the law of which it is incorporated)

3. 36-3287737

(FEI number, if applicable)

4. February 16, 1984

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. March 8th, 1998

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 6610 West Broad Street Richmond, VA 23230

(Current mailing address)

8. Insurance Agency/Broker Dealer Holding Company

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301

(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.

Corporation Service Company

By: Vicki Schreiber Asst. V.P.

(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: (Street address ONLY - P.O. Box NOT acceptable)

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DIVISION OF CORPORATIONS
00 AUG 24 PM 3:46

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

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

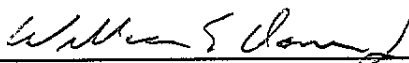
Secretary: _____

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. William E. Daner Vice President/ General Counsel
(Typed or printed name and capacity of person signing application)

Officers and Directors

Current As Of: 6/27/00

Terra Financial Companies, Ltd., The

6604 West Broad Street
Richmond, VA 23230

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DIVISION OF CORPORATIONS
00 AUG 24 PM 3:46

<u>Officer Name</u>	<u>Officer Title</u>
Reedy, David S.	President and Chief Executive Officer
Savage, Brian T.	Executive Vice President and Chief Compliance Officer
Casey, Thomas W.	Chief Financial Officer
Heinrich, Marcus K.	Executive Vice President
Mindel, Norbert M.	Executive Vice President
Murphy, David R.	Acting Treasurer
Gallagher, J. Terence	Senior Vice President
Kite, Howard S.	Senior Vice President
Stein, Joyce D.	Senior Vice President
Bobitz, Ward E.	Vice President and Secretary
Daner, William E., Jr.	Vice President, General Counsel and Assistant Secretary
Sullivan, Shelley M.	Assistant Secretary
Williamson, W. Scott	Assistant Secretary
Amato, John	Assistant Treasurer
Cassidy, Joseph T.	Assistant Treasurer
Daglish, Brenda	Assistant Treasurer
Fiammetta, Donna M.	Assistant Treasurer
Hyde, Jeffrey L.	Assistant Treasurer
Jones, Sandra A.	Assistant Treasurer
Kempson, Kenneth E.	Assistant Treasurer

Directors:

Buddle, James J.

Reedy, David S.

Schutz, Pamela S.

Shumate, William C.

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: The Terra Financial Companies, Inc.
(Name of corporation - must include suffix)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 24 PM 3:16

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:

Scott Williamson

(Name of Person)

GE Financial Assurance

(Firm/Company)

6610 West Broad Street

(Address)

Richmond, VA 23230

(City/State/Zip)

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

Scott Williamson

(Name of Person)

at (804) 281-6585

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

THE TERRA FINANCIAL COMPANIES, LTD., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE FEBRUARY 16, 1984, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS*****

In Testimony Whereof, I, hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this 21ST *day of* AUGUST *A.D.* 2000.



Jesse White

SECRETARY OF STATE