



Central Licensing Bureau, Inc.

SUITE 550
PROSPECT BUILDING
1501 NORTH UNIVERSITY
LITTLE ROCK, ARKANSAS 72207-5271

(501) 664-8044
FAX - (501) 664-6182

REVA FLETCHER
President

GENA BRADSHAW, FLMI
Senior Vice President

W.H.L. WOODYARD IV
Vice President

December 8, 2000

Florida Secretary of State
Division of Corporations
Certification Section
P. O. Box 6327
Tallahassee, FL 32414

Dear Sir/Madam:

Enclosed please find the necessary documents to qualify **QQAgency, Inc.** to do business in your state. The corporation will be in the business of insurance, functioning as an insurance agency.

I trust this letter and the enclosed documents places 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,

Angie Jones
Initial Licensing Division

aj

Enclosures

000003502950--3
-12/18/00--01003--006
*****70.00 *****70.00

FILED
00 DEC 15 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4m
12/20

**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. QOAgency, 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. Delaware 3. 34-1920453
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. February 22, 2000 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 17800 Royalton Road
Strongsville, Ohio 44136
(Current mailing address)

8. The business of insurance, functioning as an insurance agency.
(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 Information Services, Inc.

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.

Corporation Service Company

Colore Butten
(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)

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

Chairman: PLEASE SEE ATTACHED

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: Peter W. Nauert

Address: 1013 Centre Road

Wilmington, Delaware 19801

Vice President: _____

Address: _____

Secretary: Billy B. Hill

Address: 1013 Centre Road

Wilmington, Delaware 19801

Asst. Secretary: Linda S. Standish
17800 Royalton Road
Strongsville, OH 44136

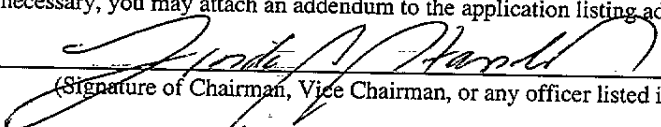
Treasurer: Dave Cazone

Address: 1013 Centre Road

Wilmington, Delaware 19801

FILED
00 DEC 15 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. Linda S. Standish Asst. Secretary
(Typed or printed name and capacity of person signing application)

QQAgency, Inc.

List of Officers & Directors

Peter W. Nauert, President/Director
17800 Royalton Road
Strongsville, Ohio 44136

Billy B. Hill, Secretary
17800 Royalton Road
Strongsville, Ohio 44136

Linda Standish, Asst. Secretary
17800 Royalton Road
Strongsville, Ohio 44136

Dave Canzone, Treasurer
17800 Royalton Road
Strongsville, Ohio 44136

Robert Lunn, Director
209 South LaSalle, Suite 810
Chicago, Illinois 60604

Mark H. Tabak, Director
115 5th Avenue
New York, New York 10003-1004

Andrew A. Boemi, Director
141 West Jackson Boulevard, Suite 1620
Chicago, Illinois 60604

Robert R. McGuire, Director
111 East Wacker, #1250
Chicago, Illinois 60601

Stephen Botsford, Director
20 Clarington Way
North Barrington, Illinois 60010-6932

Nolan Bushnell, Director
5443 Beethoven Street
Los Angeles, California 90066

FILED
00 DEC 15 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "OOAGENCY, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTEENTH DAY OF NOVEMBER, A.D. 2000.

FILED

00 DEC 15 PM 2:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

3180598 8300

001563987

AUTHENTICATION: 0799208

DATE: 11-16-00