

F02000000451

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Centre Life Finance Limited
(Name of corporation - must include suffix)

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:

Roger Stefani, Jr.
(Name of Person)
Centre Life Finance Limited
(Firm/Company)
US Bancorp Center, Suite 2400
800 Nicollet Mall
(Address)
Minneapolis, MN 55402
(City/State and Zip code)

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-01/23/02--01055--003
*****70.00 *****70.00

For further information concerning this matter, please call:

Roger Stefani, Jr. at (612) 578-8220
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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CLERK OF STATE
TALLAHASSEE, FLORIDA

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

with
1/29

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

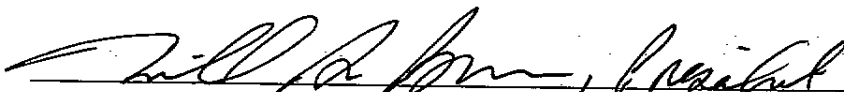
*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Centre Life Finance Limited Corporation
(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. South Carolina 3. 22-3834597
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. October 11, 2001 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification."
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. US Bancorp Center, Suite 2400, 800 Nicollet Mall, Minneapolis, MN 55402
(Principal office address)
same as above
(Current mailing address)
8. Life Settlements
(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: United Corporate Services, Inc.
Office Address: 9200 South Dadeland Blvd., Suite 508
Miami, Florida 33156
(City) (Zip code)

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TALLAHASSEE, FLORIDA

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)

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 business addresses of officers and/or directors:

A. DIRECTORS

See Exhibit A

Chairman:

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

See Exhibit A

President:

Address:

Vice President:

Address:

Secretary:

Address:

Treasurer:

Address:

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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. A. Mark Berlin, Jr. President/CEO

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

Exhibit A

Centre Life Finance Limited

Officers

A. Mark Berlin, Jr.
Robert Gilbert Miller
Kevin Michael Glowacki

President & Chief Executive Officer
Vice President & Chief Marketing Officer
Vice President - Operations

Centre Life Finance Limited
U.S. Bancorp Center, Suite 2400
800 Nicollet Mall
Minneapolis, MN 55402

Frank Dwyer Pierson
Bonnie Marie Telligman
Tambra Suzanne King
Patricia Marie Aprill

Senior Vice President
Assistant Vice President
Secretary
Treasurer

Centre Solutions
One Chase Manhattan Plaza
New York, NY 10005

Directors

A. Mark Berlin, Jr.
Robert Gilbert Miller

Centre Life Finance Limited
U.S. Bancorp Center, Suite 2400
800 Nicollet Mall
Minneapolis, MN 55402

Frank Dwyer Pierson

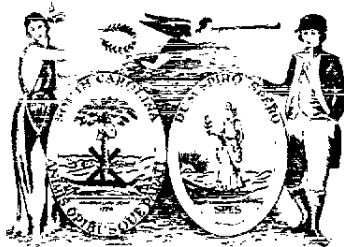
Centre Solutions
One Chase Manhattan Plaza
New York, NY 10005

Michael Anthony Crow
Paul Earl Hellmers
Tara Thelma Rowena Leonard

Centre Solutions
90 Pitts Bay Road
Pembroke HM 08
P. O. Box HM 1788
Hamilton HM HX
Bermuda

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SECRETARY OF STATE
HALL OF RECORDS
HARRIS, ALBERTA

The State of South Carolina



Office of Secretary of State Jim Miles **Certificate of Existence**

I, Jim Miles, Secretary of State of South Carolina Hereby certify that:

CENTRE LIFE FINANCE LIMITED,

a corporation duly organized under the laws of the State of South Carolina on **October 11th, 2001**, and having a perpetual duration unless otherwise indicated below, has as of the date hereof filed all reports due this office, paid all fees, taxes and penalties owed to the Secretary of State, that the Secretary of State has not mailed notice to the Corporation that it is subject to being dissolved by administrative action pursuant to Section 33-14-210 of the South Carolina Code, and that the corporation has not filed articles of dissolution as of the date hereof.

Given under my Hand and the Great Seal of
the State of South Carolina this 10th day of
January, 2002.

A handwritten signature in cursive script that reads "Jim Miles".

Jim Miles, Secretary of State