

FO2000001600

BRIDGEWATER PLACE • POST OFFICE BOX 352
GRAND RAPIDS, MICHIGAN 49501-0352

TELEPHONE 616 / 336-6000 • FAX 616 / 336-7000 • WWW.VARNUMLAW.COM

JAMES N. DEBOER, JR.
HILARY E. SNELL
KENT J. VANA
JOHN C. CARLYLE
DONALD L. JOHNSON
DANIEL C. MOLHOEK
THOMAS T. HUFF
TIMOTHY J. CURTIN
DIRK HOFFEUS
THOMAS J. BARNES
ROBERT D. KULLGREN
RICHARD A. KAY
LARRY J. TITLEY
FREDRIC A. SYTSMAN
PHILIP A. GRASHOFF, JR.
JOHN W. ALLEN
JACK D. SAGE
JEFFREY L. SCHAD
THOMAS G. DEMLING
JOHN W. PESTLE
FRANK G. DUNTON, P.C.
NYAL D. DEEMS
RICHARD A. HOOKER
RANDALL W. KRAKER
PETER A. SMIT

MARILYN A. LANKFER
THOMAS L. LOCKHART
BRUCE G. HUDSON
BRUCE GOODMAN
JOSEPH J. VOGAN
ERIC J. SCHNEIDWIND
LAWRENCE J. MURPHY
TERESA S. DECKER
LAWRENCE P. BURNS
MATTHEW D. ZIMMERMAN
WILLIAM E. ROHN
JOHN PATRICK WHITE
CHARLES M. DENTON
JEFFREY D. SMITH
MARK L. COLLINS
JONATHAN W. ANDERSON
CARL OOSTERHOUSE, P.C.
WILLIAM J. LAWRENCE III
SUSAN M. WYNGAARDEN
KAPLIN S. JONES, P.C.
STEPHEN P. AFENDOLIS
DAVID E. KHOREY
MICHAEL G. WOOLDRIDGE
TIMOTHY J. TORNGA
PERRIN RYNDERS

MARK S. ALLARD
TIMOTHY E. EAGLE
DAVID A. RHEM
DONALD P. LAWLESS
MICHAEL S. MCLEWEE
JACQUELINE D. SCOTT
N. STEVENSON JENNETTE III
PETER J. LIVINGSTON
DAVID E. PRESTON
JEFFREY W. BESWICK
ELIZABETH JOY FOSSEL
JOAN SCHLEEF
SCOTT A. HUIZENGA
KATHLEEN P. MAINE
JEFFREY J. FRASER
RICHARD D. FRIES
JAMES R. STADLER
RICHARD R. SYMONS
ANDREW J. KOK
PATRICK A. MILES, JR.
ERIC J. GUERIN
STEVEN J. MORREN
KEVIN ABRAHAM RYNBRANDT
MICHAEL X. HIDALGO
THOMAS G. KYROS

ALFRED L. SCHUBKEGEL, JR.
PAMELA J. TYLER
JON M. BYLSMA
JOSEPH B. LEVAN
DALE R. RIETBERG
MARK M. DAVIS
HARVEY KONING
LINDA L. BUNGE
ANTHONY R. COMDEN
BEVERLY HOLADAY
ERIC C. FLEETHAM
PAMELA S. HAAN
CELESTE R. GILL
RICHARD A. SAMDAL
DEBORAH I. ONDERSMA
SCOTT D. ALFREE
STEPHANIE R. SETTERINGTON
BRYAN R. WALTERS
ALLYN R. WEBSTER
DEAN F. REISNER
ANGELA M. BROWN
PAUL M. MORGAN
BRADLEY E. WELLER
KIMBERLY A. CLARKE
CHARLES N. ASH, JR.

RACHEL L. URQUHART
MARK E. HILLS
JOSHUA M. WALLISH
PHILLIP D. TORRENCE
JEFFREY C. GIFFORD
CHRISTOPHER M. BROWN
SARAH E. BRODY
PETER G. ROTH
MARY KAY STACEY
JUDE W. PEREIRA
KIMBERLY BABER
ADAM J. BRODY
KURT M. GRAHAM
STEVE S. KLUTING
CYNTHIA W. ROGOWSKI
MICHAEL D. SAUER
SCOTT A. WHIPPLE
KARA ZECH
CHRISTOPHER J. DUBA
RANDALL J. GROBNDYK
SUSAN S. DICKINSON
PAUL J. GREENWALD
MARY E. MACLEOD
JENNIFER J. STOCKER
AARON LEAL

SECRET
TALLAHASSEE
COUNSEL
TERRANCE E. BACON
ED M. WOODRUFF
MARK MCALLENAN, JR.
JOLENE L. SHELLMAN
RICHARD D. RATHBURN
ELIZABETH A. JAMESON
WILLIAM K. VAN'T HOF
ELIZABETH WELLS SKAGGS
MICHAEL W. DONOVAN
JANICE KITTEL MANN
OF COUNSEL
R. STUART HOFFEUS
EUGENE ALKEMA
GORDON B. BOOZER
H. EDWARD PAUL
PETER ARMSTRONG
BRUCE A. BARNHART
JON F. DEWITT
CARL E. VER BEEK
J. TERRY MORAN

March 26, 2002

VIA FEDERAL EXPRESS

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

300005171773--1
-03/27/02--01044--004
*****70.00 *****70.00

Re: MTC Insurance Agency, Inc.

Dear Sir/Madam:

Enclosed for filing for MTC Insurance Agency, Inc. are (1) an Application by Foreign Corporation for Authorization to Transact Business in Florida and (2) a Certificate of Good Standing from the state of Michigan. Also enclosed is our check in the amount of \$70.00 for filing fees.

A Business Reply Envelope is also enclosed for your convenience in returning the Letter of Acknowledgment to me.

Thank you for your attention to this matter. If you have any questions, please feel free to call me toll free at 1-800-262-0011.

Sincerely,

Ruth E. Reickard

Ruth E. Reickard
Legal Assistant

Enclosures

**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. MTC INSURANCE AGENCY, 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. MICHIGAN 3. 38-3442565
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. NOVEMBER 25, 1998 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. 622 EAST GRAND RIVER AVENUE
(Principal office address)
HOWELL, MI 48843
(Current mailing address)
8. Sale of property and casualty insurance.
(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: CT CORPORATION SYSTEM
Office Address: 1200 SOUTH PINE ISLAND ROAD
PLANTATION, Florida 33324
(City) (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.



(Registered agent's signature)

Claudia L. Saari
Asst. Secretary

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.

11. Names and business addresses of officers and/or directors:

A. Directors

Chairman: _____

Address: _____

Director: KENNETH J. LINGENFELTER

Address: 622 EAST GRAND RIVER AVENUE, HOWELL, MI 48843

Director: _____

Address: _____

Director: _____

Address: _____

B. Officers

President: KENNETH J. LINGENFELTER

Address: 622 EAST GRAND RIVER AVENUE, HOWELL, MI 48843

Vice President: _____

Address: _____

Secretary: KENNETH J. LINGENFELTER

Address: 622 EAST GRAND RIVER AVENUE, HOWELL, MI 48843

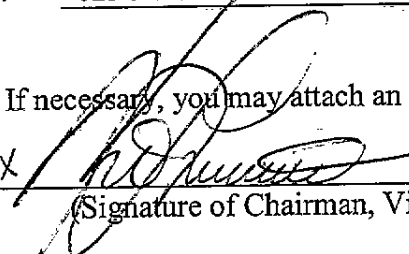
Treasurer: KENNETH J. LINGENFELTER

Address: 622 EAST GRAND RIVER AVENUE, HOWELL, MI 48843

02 MAR 27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

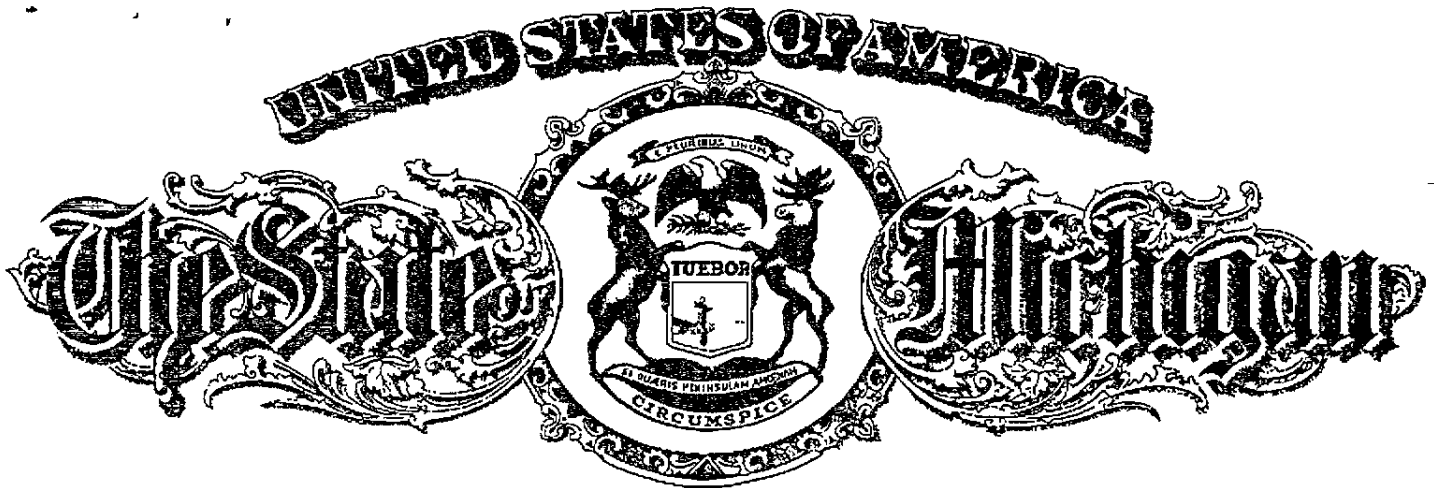
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. X  _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. KENNETH J. LINGENFELTER, PRESIDENT

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



Lansing, Michigan

This is to Certify That

MTC INSURANCE AGENCY, INC.

was validly incorporated on November 25, 1998, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this state.

This certificate is issued to attest to the fact that the corporation is in good standing in Michigan as of the date and is duly authorized to transact business or conduct affairs in Michigan and for no other purpose.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

02 MAR 27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 20th day of March, 2002

Andrew L. Mitchell, Director

Bureau of Commercial Services