

F0300000 4252

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

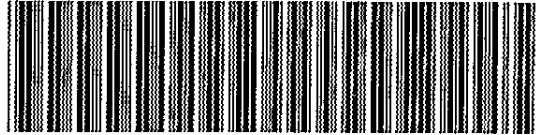
(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



000022138170

08/22/03--01023--002 \*\*78.75

FILED

2003 AUG 22 AM 8:41

DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

J. BRYAN AUG 26 2003

## TRANSMITTAL LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Wasdom Benefits Group, Inc.  
(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:

Jennifer Riggle  
(Name of Person)  
Germani & Riggle, LLC  
(Firm/Company)  
93 Exchange St.  
(Address)  
Portland, ME 04101  
(City/State and Zip code)

FILED  
2003 AUG 22 AM 8:41  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Jennifer Riggle at ( 207 ) 773-7455  
(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

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

**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. Wasdom Benefits Group, 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. 16-1668514  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. May 19, 2003 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. 178 Middle St., Portland, ME 04101  
(Principal office address)  
same  
(Current mailing address)

8. Third party Administrator Services  
(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)

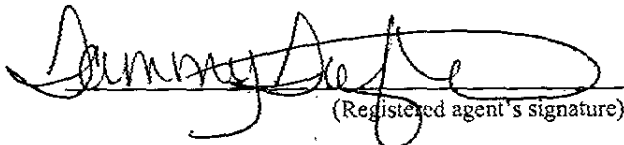
Name: CT Corporation System

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)

**Tammy Tofteroo**  
**Vice President**

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.

FILED  
2003 AUG 22 AM 8:41  
CLERK OF SUPERIOR COURT  
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: See attached

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

FILED  
2003 AUG 22 AM 8:41  
BANK OF ALABAMA  
CORPORATIONS  
FLORIDA

B. OFFICERS

President: See attached

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

14. Michael Dennis Lachance Co-President  
(Typed or printed name and capacity of person signing application)

**# 12. Names and business addresses of officers and/or directors**

**Wasdom Benefits Group, Inc.  
Officers and Directors**

**Michael D. Lachance, Co-President and Director**  
Business Address (Same for all officers, except as noted):  
178 Middle Street  
Portland, ME 04101-4075

**James T. Fallon, Co-President and Director**

**John S. Roberts**  
**Vice President, Chief Operating Officer and Director**

**Matthew Gilligan, Vice President**

**Charles Tarbell, Treasurer and Chief Financial Officer**

**Andrew J. Bernstein, Esq.**  
**Secretary, Vice President and General Counsel**

**Kathleen Serunian, Vice President of Claims**

**Stephen Kane, Esq., Assistant Secretary**  
Business:  
Rich May, PC  
176 Federal Street  
Boston MA 02210-2223

S:\USR\2106-001 Wasdom\Florida\Officer list for authorization to do business.doc

FILED  
2003 AUG 22 AM 8:41  
CLERK OF SUPERIOR COURT  
TALLAHASSEE, FLORIDA

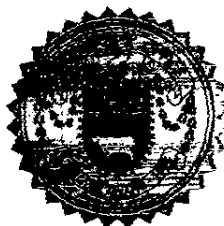
# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WASDOM BENEFITS GROUP, 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 TWENTY-FIFTH DAY OF JULY, A.D. 2003.

FILED  
2003 AUG 22 AM 8:41  
DIVISION OF CORPORATIONS  
HARRISBURG, PENNSYLVANIA



3656755 8300

030488457

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2569106

DATE: 08-06-03