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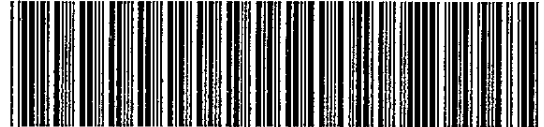
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



The St. Paul Travelers Companies, Inc.
385 Washington Street
St. Paul, MN 55102-1396
651-310-7911 TEL
www.stpaultravelers.com

Sent via 2-Day Mail

January 4, 2005

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

Re: **GeoVera Insurance Company**
FEIN 52-2029259

To Whom It May Concern:

Enclosed please find an application for Certificate of Status for GeoVera Insurance Company. Also enclosed is a check in the amount of \$78.75 in payment of the filing fee and Certificate of Status and a Certificate of Status from Maryland (the state of domicile).

Please send the Certificate of Status directly to me at the address below:

Cheryl Urbaniak, Sr. Licensing Analyst
Legal Services, MC 514L
St. Paul Travelers
385 Washington Street
St. Paul, MN 55102

Thank you for your courtesy and assistance in this matter. If you have questions or need anything further, please do not hesitate to call me at 651/310-8026.

Sincerely,

Cheryl Urbaniak
Sr. Licensing Analyst
(651) 310-8026
Fax: (651) 310-4361
CU/ns
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: GeoVera Insurance Company
(Name of Corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Cheryl Urbaniak

(Name of Person)

St. Paul Travelers

(Firm/Company)

Legal Services - Company Licensing (MC514L)

385 Washington Street

(Address)

St. Paul, MN 55102

(City/State and Zip Code)

For further information concerning this matter, please call:

Cheryl Urbaniak

(Name of Person)

at (651) 310-8026

(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:

- | | | | |
|---|---|---|---|
| <input type="checkbox"/> \$70.00 Filing Fee | <input checked="" type="checkbox"/> \$78.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &
Certified Copy | <input type="checkbox"/> \$87.50 Filing Fee,
Certificate of Status &
Certified Copy |
|---|---|---|---|

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TALLAHASSEE, FLORIDA

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**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO
CONDUCT ITS AFFAIRS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN
THE STATE OF FLORIDA:*

1. GeoVera Insurance Company

(Name of corporation: must include the word "INCORPORATED" or "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. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. Maryland

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

3. 52-2029259

(FEI number, if applicable)

4. March 24, 1997

(Date of Incorporation)

5. Perpetual

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

6. N/A

(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)

7. 111 Schilling Road, Hunt Valley, MD 21031

(Principal office address)

385 Washington Street, St. Paul, MN 55102

(Current mailing address)

8. Insurance Company

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

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

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

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 in 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)

**Patricia Pizzuto
Asst. Secretary**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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:

A. DIRECTORS

Chairman: Timothy Michael Miller

Address: 385 Washington Street

St. Paul, MN 55102

Vice Chairman: N/A

Address: _____

Director: See attached list of all Directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Karen Marie Padovese

Address: 4820 Business Center Drive, Suite 200

Fairfield, CA 94534

Vice President: See attached list of Vice Presidents

Address: _____

Secretary: Bruce Allen Backberg

Address: 385 Washington Street, St. Paul, MN 55102

Treasurer: Douglas K. Russell

Address: One Tower Square, Hartford, CT 06183

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. Bruce Allen Backberg

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

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GeoVera Insurance Company
Directors and Officers

<u>Name and Address</u>	<u>Title</u>
James Cowan Adams 385 Washington Street St. Paul, MN 55102	Sr. Vice President-Real Estate
Vincent Armentano One Tower Square Hartford, CT 06183	Vice President
Bruce Allen Backberg 385 Washington Street St. Paul, MN 55102	Corporate Secretary and Sr. Vice President
Timothy Behrendt 4820 Business Center Drive, Suite 200 Fairfield, CA 94534	Vice President-Marketing
Scott C. Belden One Tower Square Hartford, CT 06183	Vice President-Ceded Reinsurance
Jay Steven Benet One Tower Square Hartford, CT 06183	Director, Executive Vice President and Chief Financial Officer
Andy Francis Bessett 385 Washington Street St. Paul, MN 55102	Director, Executive Vice President and Chief Administrative Officer
William A. Bloom One Tower Square Hartford, CT 06183	Senior Vice President-Chief Information Officer
Paul John Brehm 385 Washington Street St. Paul, MN 55102	Vice President-Chief Actuary
Sheila Brown 385 Washington Street St. Paul, MN 55102	Assistant Vice President-Financial Reporting
Joel L. Campbell 385 Washington Street St. Paul, MN 55102	Assistant Vice President & Assistant Treasurer-Banking Operations
Charles B. Chamberlain One Tower Square Hartford, CT 06183	Assistant Treasurer
John Patrick Clifford, Jr. 385 Washington Street St. Paul, MN 55102	Executive Vice President-Human Resources
Paul Howard Eddy One Tower Square Hartford, CT 06183	Vice President & Assistant Secretary
Christopher Edward Gerst 385 Washington Street St. Paul, MN 55102	Assistant Corporate Secretary

William Herbert Heyman 385 Washington Street St. Paul, MN 55102	Director, Executive Vice President & Chief Investment Officer
R. William Inserra 385 Washington Street St. Paul, MN 55102	Assistant Vice President-Real Estate
Daniel W. Jackson One Tower Square Hartford, CT 06183	Assistant Secretary
Brian W. MacLean One Tower Square Hartford, CT 06183	Director
Timothy Michael Miller 385 Washington Street St. Paul, MN 55102	Director and Chairman
Paul Edward Munson 385 Washington Street St. Paul, MN 55102	Assistant Vice President-Statutory Reporting
Kevin Malcolm Nish 4820 Business Center Drive, Suite 200 Fairfield, CA 94534	Director and Chief Executive Officer
Karen Marie Padovese 4820 Business Center Drive, Suite 200 Fairfield, CA 94534	Director and President
Pauline C. Panik One Tower Square Hartford, CT 06183	Senior Vice President
Rosemary Quinn 111 Schilling Road Hunt Valley, MD 21031	Assistant Corporate Secretary
David Donnay Rowland 385 Washington Street St. Paul, MN 55102	Senior Vice President-Fixed Income Investments
Douglas K. Russell One Tower Square Hartford, CT 06183	Treasurer and Senior Vice President
Scott William Rynda 385 Washington Street St. Paul, MN 55102	Vice President-Corporate Tax
Kevin James Rehnberg 385 Washington Street St. Paul, MN 55102	Director
John H. Sauer 385 Washington Street St. Paul, MN 55102	Assistant Vice President-Financial Controls
James A. Scannell 385 Washington Street St. Paul, MN 55102	Vice President-Administrative Services
Jeffrey S. Slack 385 Washington Street St. Paul, MN 55102	Assistant Secretary
John Slattery One Tower Square Hartford, CT 06183	Chief Financial Officer-Ceded Reinsurance

Cedric W. Snow 4820 Business Center Drive, Suite 200 Fairfield, CA 94534	Vice President
Eric Aldon Solberg 385 Washington Street St. Paul, MN 55102	Vice President-Actuarial & Underwriting Services
Kerry Spaven 385 Washington Street St. Paul, MN 55102	Vice President
Kenneth Franklin Spence, III 385 Washington Street St. Paul, MN 55102	Senior Vice President and General Counsel
John Charles Treacy 385 Washington Street St. Paul, MN 55102	Vice President & Corporate Controller
Gregory Michael Vezzosi 385 Washington Street St. Paul, MN 55102	Director
Daniel T.H. Yin 590 Madison Avenue, 37 th Floor New York City, NY 10022	Vice President-Investments

STATE OF MARYLAND
Department of Assessments and Taxation

I, PAUL B. ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT GEOVERA INSURANCE COMPANY IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS DECEMBER 27, 2004.



Paul B. Anderson
Charter Division

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

