

F05000001285

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Florida Department of State
Division of Corporations
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FOREIGN PROFIT QUALIFICATION

Guild Insurance Agency, Inc.

Certificate of Status	0
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Page Count	06
Estimated Charge	\$70.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. Guild Insurance Agency, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Ohio

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

3. 20-1391488

(FEI number, if applicable)

4. 05/05/2004

(Date of incorporation)

5. Perpetual

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

6. Upon Qualification

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 25000 Country Club Blvd. Suite 258, North Olmsted, OH 96107

(Principal office address)

851 Napa Valley Corp Way, Ste N Napa, CA 94558

(Current mailing address)

8. Insurance General 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 NOT acceptable)

Name: CY Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

, Florida

33324

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation as 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.

CT Corporation System

By: Derek Whipple

(Registered agent's signature)

Derek Whipple

Special Assistant 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.

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

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A. DIRECTORSChairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: SEE ATTACHMENT

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. Sandy M Kain

(Signature of Director or Officer listed in number 12 of the application)

14. Sandy M Kain, Secretary

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

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TALLAHASSEE, FLORIDA

Attachment

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Attachment to Florida
Officers & Directors

- | | | |
|----|-------------------|------------------------------------|
| 1. | Full Name: | Stephen N Brett |
| | Officer/Director: | Officer, Director |
| | Officer's Title: | President and CEO |
| | Director's Title: | Chairman |
| | Business Address: | 851 Napa Valley Corp Way, Ste N |
| | City: | Napa |
| | State: | CA |
| | ZIP Code: | 94558 |
| 2. | Full Name: | Robert L Anderson |
| | Officer/Director: | Officer, Director |
| | Officer's Title: | Senior Vice President |
| | Director's Title: | Other Director |
| | Business Address: | 851 Napa Valley Corp Way, Ste N |
| | City: | Napa |
| | State: | CA |
| | ZIP Code: | 94558 |
| 3. | Full Name: | Barbara L Gray |
| | Officer/Director: | Officer |
| | Officer's Title: | CFO, Treasurer and Controller |
| | Business Address: | 851 Napa Valley Corp Way, Ste N |
| | City: | Napa |
| | State: | CA |
| | ZIP Code: | 94558 |
| 4. | Full Name: | Sandy M Kain |
| | Officer/Director: | Officer |
| | Officer's Title: | Secretary & Asst. Treasurer |
| | Business Address: | 851 Napa Valley Corp Way, Ste N |
| | City: | Napa |
| | State: | CA |
| | ZIP Code: | 94558 |
| 5. | Full Name: | Donn Belzer |
| | Officer/Director: | Officer |
| | Officer's Title: | Vice President |
| | Business Address: | 25000 Country Club Blvd. Suite 258 |
| | City: | North Olmsted |
| | State: | OH |
| | ZIP Code: | 06107 |
| 6. | Full Name: | Mark Harmon |
| | Officer/Director: | Officer |
| | Officer's Title: | Vice President |
| | Business Address: | 851 Napa Valley Corp Way, Ste. N |
| | City: | Napa |
| | State: | CA |

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TALLAHASSEE, FLORIDA

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Attachment

- ZIP Code: 94558
7. Full Name: John K Cassil
Officer/Director: Officer
Officer's Title: Vice President
Business Address: 5205 N O'Connor Blvd
City: Irving
State: TX
ZIP Code: 75031
8. Full Name: Steven J Javinsky
Officer/Director: Officer
Officer's Title: Asst. Secretary
Business Address: 5205 N O'Connor Blvd
City: Irving
State: TX
ZIP Code: 75081
9. Full Name: Keith M Walker
Officer/Director: Officer
Officer's Title: Asst Secretary
Business Address: 5205 N O'Connor Blvd
City: Irving
State: TX
ZIP Code: 75031
10. Full Name: Frank K Pawlikowski
Officer/Director: Officer
Officer's Title: Asst. Vice President
Business Address: 25000 Country Club Blvd. Suite 258
City: North Olmsted
State: OH
ZIP Code: 06107
11. Full Name: Carolyn J Swaysland
Officer/Director: Officer
Officer's Title: Asst. Vice President
Business Address: 25000 Country Club Blvd. Suite 258
City: North Olmsted
State: OH
ZIP Code: 06107
12. Full Name: Kathrine J Parsons
Officer/Director: Director
Officer's Title: Other Director
Director's Title: Other Director
Business Address: 851 Napa Valley Corp Way, Ste N
City: Napa
State: CA
ZIP Code: 94558

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**United States of America
State of Ohio
Office of the Secretary of State**

I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show GUILD INSURANCE AGENCY, INC., an Ohio corporation, Charter No. 1461063, having its principal location in Elyria, County of Lorain, was incorporated on May 05, 2004 and is currently in GOOD STANDING upon the records of this office.



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 24th day of February, A.D. 2005*

J. Kenneth Blackwell

Ohio Secretary of State

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