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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : 1200000000195
Phone : (850)521-1000
Fax Number : (850)558-1573

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOREIGN PROFIT/NONPROFIT CORPORATION

FS INSURANCE AGENCY, INC.

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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. FS FINANCIAL SERVICES CORPORATION

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

FS INSURANCE AGENCY, INC.

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

2. Delaware 3. 37-0866640
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 6/21/1965 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 1701 Towanda Avenue, Bloomington, IL 61701
(Principal office address)

1701 Towanda Avenue, Bloomington, IL 61701
(Current mailing address)

8. See attachment
(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(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.

Corporation Service Company

By: Deborah D. Skipper
(Registered agent's signature)

Deborah D. Skipper
ASST. V. Pres.

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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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**A. DIRECTORS**Chairman: See Attachment

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

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. Marshall P. Behbrink
(Signature of Director or Officer listed in number 12 of the application)14. Marshall P. Behbrink, Treasurer
(Typed or printed name and capacity of person signing application)

ATTACHMENT TO
APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

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

To lend and advance money or credit to and to aid in any other manner any person, firm, association or corporation, including any corporation or association of which any obligation or in which any interest is held by this corporation or in the affairs or prosperity of which this corporation has a lawful interest.

To conduct a general insurance agency and insurance brokerage business.

To borrow money for any of the purposes of the corporation, from time to time, and without limit as to amount; to issue and sell its own securities in such amounts, on such terms and conditions, for such purposes and for such prices, as the Board of Directors shall determine; and to secure such securities by mortgage upon, or the pledge of, or the conveyance or assignment in trust of, the whole or any part of the properties, assets, business and good will of the corporation, then owned or thereafter acquired.

12. Names and addresses of directors

Chairman of the Board	Daniel T. Kelley, 2633 N. Linden Street, Normal, IL 61761-9404
Vice Chairman of the Board	John G. Reifsteck, 1007 County Road 900 E, Champaign, IL 61822
Vice Chairman of the Board	Richard A. Nelson, 1642 East 500 North Rd, Paxton, IL 60957
Secretary	Chet Esther, Jr., R.R.#1, Box 91, Frederick, IL 62639
Director	Ed Benjamins, 8042 Conc. 6, Mapleton, R.R.#3 Moorefield, Ontario, N0G 2K0
Director	William C. Hanson, 3369 Bennett Road, Dodgeville, WI 53533
Director	Matt Heitz, 24775 Old Highway Road, Farley, IA 52046
Director	Mike L. Hennenfent, 1383 Highway 150E, Gilson, IL 61436
Director	Henry Kallal, 20398 Lax Cemetery Rd., Jerseyville, IL 62052
Director	Gary L. Leber, 1711 KK Road, Valmeyer, IL 62295
Director	Leonard T. Mortson, R.R.#1, Box 519, Oro Station, Ontario, L0L 2E0
Director	Randall K. Newcomb, 28311 Hawaii Road, Ashley, IL 62808

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Director	Robert L. Phelps, 13781 Eunice Lane, Rockton, IL 61702
Director	Ray L. Steffens, 29734 Lincoln Road, West Union, IA 52175
Director	Allen Tanner, 1057 140 th Street, Creston, IA 50801
Director	W. David Watt, R. R. #1, Box 41, Murrayville, IL 62668

12. Names and business addresses of officers:

Chief Executive Officer	William Davisson, 1701 Towanda Avenue, Bloomington, IL 61701
Assistant Secretary	Brent D. Bostrom, 1701 Towanda Avenue, Bloomington, IL 61701
Vice President	Steve Barwick, 1701 Towanda Avenue, Bloomington, IL 61701
Vice President	Brent D. Bostrom, 1701 Towanda Avenue, Bloomington, IL 61701
Vice President	Vern J. McGinnis, 1701 Towanda Avenue, Bloomington, IL 61701
Vice President	Davis Anderson, 1701 Towanda Avenue, Bloomington, IL 61701
Treasurer	Marshall Bohbrink, 1701 Towanda Avenue, Bloomington, IL 61701
Controller	William Erlenbush, 1701 Towanda Avenue, Bloomington, IL 61701
Vice President	Dennis Farmer, 1701 Towanda Avenue, Bloomington, IL 61701
Vice President	Jeff Solberg, 1701 Towanda Avenue, Bloomington, IL 61701
Assistant Secretary	Joan M. Bruder, 1701 Towanda Avenue, Bloomington, IL 61701

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FS FINANCIAL SERVICES CORPORATION" 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 TENTH DAY OF JULY, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "FS FINANCIAL SERVICES CORPORATION" WAS INCORPORATED ON THE TWENTY-FIRST DAY OF JUNE, A.D. 1965.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4886904

DATE: 07-10-06