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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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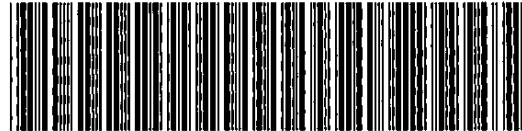
(Business Entity Name)

(Document Number)

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06 DEC -8 AM 10:28

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

J. Shivers DEC 11 2006



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 651451 7382157

AUTHORIZATION :

COST LIMIT : \$ 70

*Spuddean*

ORDER DATE : December 8, 2006

ORDER TIME : 11:02 AM

ORDER NO. : 651451-005

CUSTOMER NO: 7382157

FOREIGN FILINGS

NAME: YORK INSURANCE HOLDINGS,  
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XXX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

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TALLAHASSEE, FLORIDA

CONTACT PERSON: Harry B. Davis -- EXT# 2926

EXAMINER: \_\_\_\_\_

**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. York Insurance Holdings, Inc.

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

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

2. Delaware

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

3. 20-4719599

(FEI number, if applicable)

4. December 19, 2005

(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. 99 Cherry Hill Road, Parsippany, New Jersey 07054

(Principal office address)

99 Cherry Hill Road, Parsippany, New Jersey 07054

(Current mailing address)

8. See attached

(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

(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 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: 

(Registered agent's signature)

**Harry B. Davis**  
Asst. Vice 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.

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TALLAHASSEE, FLORIDA

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

**A. DIRECTORS**

Chairman: See attached officers/directors rider.

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. Peter E. Lind

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

14. Peter E. Lind, Senior Vice President & Secretary

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

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TALLAHASSEE, FLORIDA

**York Insurance Holdings, Inc.**

Application by Foreign Corporation for Authorization to Transact Business in Florida.

Response to Item # 8:

Any lawful purpose including but not limited to:

- 1) buying, selling, leasing, mortgaging and otherwise engaging in real estate transactions;
- 2) owning one or more subsidiaries that are involved in one or more aspects of insurance claims, including but not limited to, investigation, reporting, settlement, adjustment and administration, including all activities ancillary thereto;
- 3) owning one or more subsidiaries that are involved in one or more aspects of the investigation, reporting, settlement, adjustment and administration of claims that are self-insured or, are not subject to insurance, including but not limited to freight claims and claims involving shipments subject to filed tariffs;
- 4) owning one or more companies that provide ancillary services, related to claims, including but not limited to data management, and system development and licensing of customized software;
- 5) owning one or more insurance brokerages, managing general agencies or similar entities;
- 6) owning one or more companies that engage in business similar or ancillary to the foregoing.

**York Insurance Holdings, Inc. – Director Information  
(Business Addresses)**

Thomas C. MacArthur  
Chairman  
York Claims Service, Inc.  
99 Cherry Hill Road, Suite 102  
Parsippany, New Jersey 07054

Mr. John Ward  
Vice Chairman  
7400 Algonquin Drive  
Cincinnati, Ohio 45243

Mr. Stephen Berger  
Odyssey Investment Partners, LLC  
280 Park Avenue, 38<sup>th</sup> Floor, West Tower  
New York, New York 10017

Mr. Douglas Rotatori  
Odyssey Investment Partners, LLC  
280 Park Avenue, 38<sup>th</sup> Floor, West Tower  
New York, New York 10017

Mr. Jeffrey McKibben  
Odyssey Investment Partners, LLC  
280 Park Avenue, 38<sup>th</sup> Floor, West Tower  
New York, New York 10017

**York Insurance Services Group, Inc. – Officer Information  
(Business Addresses)**

Thomas C. MacArthur  
Chairman, President and Chief Executive Officer  
York Claims Service, Inc.  
99 Cherry Hill Road, Suite 102  
Parsippany, New Jersey 07054

Mark Aussicker  
Executive Vice President  
York Claims Service, Inc.  
99 Cherry Hill Road, Suite 102  
Parsippany, New Jersey 07054

Tom Simoncic  
Executive Vice President  
York Claims Service, Inc.  
16560 Commerce Court, Suite 100  
Middleburg Heights, Ohio 44130

George Suder  
Executive Vice President  
York Claims Service, Inc.  
Penn Center West, Bldg. #2, Suite 320  
Pittsburgh, Pennsylvania 15276

James M. Sweeney  
Executive Vice President  
York Claims Service, Inc.  
99 Cherry Hill Road, Suite 102  
Parsippany, New Jersey 07054

Richard H. Taketa  
Executive Vice President  
SCRMA  
313 East Foothill Blvd.  
Upland, California 91786-3952

Henry Eckstein  
Senior Vice President, Chief Information Officer  
York Claims Service, Inc.  
99 Cherry Hill Road, Suite 230  
Parsippany, New Jersey 07054

Peter E. Lind  
Senior Vice President and Secretary  
York Claims Service, Inc.  
99 Cherry Hill Road, Suite 102  
Parsippany, New Jersey 07054

James A. McGee  
Senior Vice President, Southern and Western Operations  
1117 Perimeter Center West  
Suite W-403  
Atlanta, Georgia 30338

David Panico  
Senior Vice President, Treasurer and  
Chief Financial Officer  
York Claims Service, Inc.  
99 Cherry Hill Road, Suite 102  
Parsippany, New Jersey 07054



# Delaware

PAGE 1

## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "YORK INSURANCE HOLDINGS, 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 EIGHTH DAY OF DECEMBER, A.D. 2006.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "YORK INSURANCE HOLDINGS, INC." WAS INCORPORATED ON THE NINETEENTH DAY OF DECEMBER, A.D. 2005.



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061122666

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5259164

DATE: 12-08-06