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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

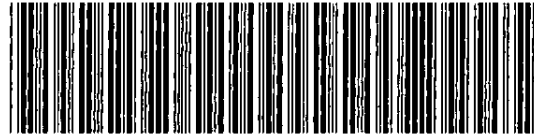
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

J. SMITH AUG 29 2008



Insurance Licensing Services
 111 N. Railroad Street
 Groesbeck, TX 76642

Date August 22, 2008

File # 2071

To:
Florida Secretary of State
P.O. Box 6327

Tallahassee FL 32314

Dear Sir/Madam:

This transmittal is for filing the following document(s) on behalf of First Niagara Risk Management, Inc

Application for Certificate of Authority

Enclosed are:

- Submission Cover Sheet
- Application form(s)
- Certificate of Good Standing
- Articles of Incorporation
- _____
- _____
- _____
- Check for \$ 70.00 90134
- Check for \$ _____

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 TALLAHASSEE, FLORIDA

Please return all filed copied document(s) etc to:

ILSA
Attn: Traci Houston
111 N. Railroad
Groesbeck, TX 76642

For any questions regarding this submittal, please contact :

Traci Houston	(254) 729-6247	(254) 729-2031	thouston@licensing4insurance.com
	Telephone	Fax	E-Mail

160976844
633/FL/TRH

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: First Niagara Risk Management, 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:

Traci Houston
(Name of Person)

ILSA
(Firm/Company)

111 N. Railroad St.
(Address)

Groesbeck, TX 76642
(City/State and Zip code)

For further information concerning this matter, please call:

Traci Houston at (254) 729-6247
(Name of Person) (Area Code & Daytime Telephone Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing 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. First Niagara Risk Management, 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. NY 3. 160976844
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 2/2/1968 5. Perpetual
(Date of incorporation) (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. 726 Exchange Street, Suite 900, Buffalo, NY 14210
(Principal office address)

726 Exchange Street, Suite 900, Buffalo, NY 14210
(Current mailing address)

8. Non Resident Insurance Agency - For Profit
(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)

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TALLAHASSEE, FLORIDA
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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.

William M. Edrington
(Registered agent's signature)

William M. Edrington, Authorized Representative

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:

A. DIRECTORS

Chairman: John Koelmel

Address: 5576 Oakridge Dr, Hamburg, NY 14075

Vice Chairman: _____

Address: _____

Director: Daniel Cantara

Address: 331 Depew Ave, Buffalo, NY 14214

Director: _____

Address: _____

B. OFFICERS

President: John Hoffman

Address: 9578 Cobblestone Dr, Clarence, NY 14031

Vice President: Joseph Teresi

Address: 6708 Song Hill Lane, Victor, NY 14564

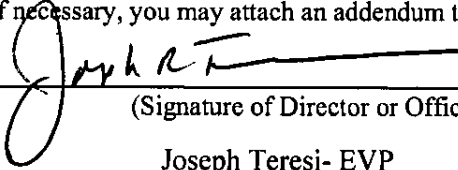
Secretary: John Mineo

Address: 28 Canterbury Lane, East Aurora, NY 14052

Treasurer: Michael Harrington

Address: 8346 Black Walnut Dr, East Amherst, NY 14051

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

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

14. Joseph Teresi- EVP
(Typed or printed name and capacity of person signing application)


**State of New York
Department of State } ss:**

I hereby certify, that the Certificate of Incorporation of FIRST NIAGARA RISK MANAGEMENT, INC. was filed on 02/02/1968, under the name of HOLLIS BOSS AGENCY, INC., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.

A Certificate of Amendment HOLLIS BOSS AGENCY, INC., changing its name to WARREN-HOFFMAN & ASSOCIATES, INC., was filed 01/08/1999.

A Certificate of Amendment WARREN-HOFFMAN & ASSOCIATES, INC., changing its name to FIRST NIAGARA RISK MANAGEMENT, INC., was filed 11/06/2002.

WITNESS my hand and the official seal
of the Department of State at the City of
Albany, this 08th day of August two
thousand and eight.



[Signature]
Special Deputy Secretary of State

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