

MAR. 13. 2009

F09000000/042

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H09000059593 3)))



H090000595933ABC7

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

RECEIVED MAR 13 2009

Heard 42908

FOREIGN PROFIT/NONPROFIT CORPORATION

SERVICEPLAN, INC.

Certificate of Status	0
Certified Copy	0
Page Count	10
Estimated Charge	\$70.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

09 MAR 13 PM 1:26

APPROVED
AND
FILED

Electronic Filing Menu

Corporate Filing Menu

Help

VH

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. ServicePlan, 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. Illinois

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

3. 36-3297056

(FBI number, if applicable)

4. March 27, 1984

(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)

c/o C/O Legal Department, Suite 11th Floor, 175 W. Jackson Blvd.

7. Chicago, IL 60604

(Principal office address)

Suite 11th Floor, 175 W. Jackson Blvd., Chicago, IL 60604

(Current mailing address)

8. To own and operate an insurance agency and brokerage business. To engage in any act or activity for which corporations may be organized.

(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: James J. Quinn

(Registered agent's signature)

Assistant Vice President

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.

APPROVED
AND
FILED

09 MAR 13 PM 1:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAR. 13. 2009 1:44PM C S C

APPROVED
AND
FILED 944 P. 3

09 MAR 13 PM 1:26

SECRETARY OF STATE
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: See attached officers/directors rider

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.

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

14. Ronald D. Markovits, Vice President

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

MAR. 13. 2009 1:44PM

C S C

NO. 944
APPROVED
P. 4 AND
FILED

09 MAR 13 PM 1:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

ServicePlan, Inc.

List of Officers

Name:	David L. Cole	Title: Chairman & CEO
Bus. Addr.:	175 W. Jackson Blvd., 11th Floor, Chicago, IL 60604	
Name:	Mark H. Mishler	Title: President
Bus. Addr.:	175 W. Jackson Blvd., 11th Floor, Chicago, IL 60604	
Name:	John H. Serafin	Title: Senior Vice President
Bus. Addr.:	175 W. Jackson Blvd., 11th Floor, Chicago, IL 60604	
Name:	Ronald D. Markovits	Title: Vice President & Secretary
Bus. Addr.:	175 W. Jackson Blvd., 11th Floor, Chicago, IL 60604	
Name:	Kevin P. Diamond	Title: Vice President & Treasurer
Bus. Addr.:	175 W. Jackson Blvd., 11th Floor, Chicago, IL 60604	
Name:	Heidi M. Legare	Title: Assistant Vice President
Bus. Addr.:	175 W. Jackson Blvd., 11th Floor, Chicago, IL 60604	
Name:	Barry S. Mittenthal	Title: Assistant Secretary
Bus. Addr.:	175 W. Jackson Blvd., 11th Floor, Chicago, IL 60604	

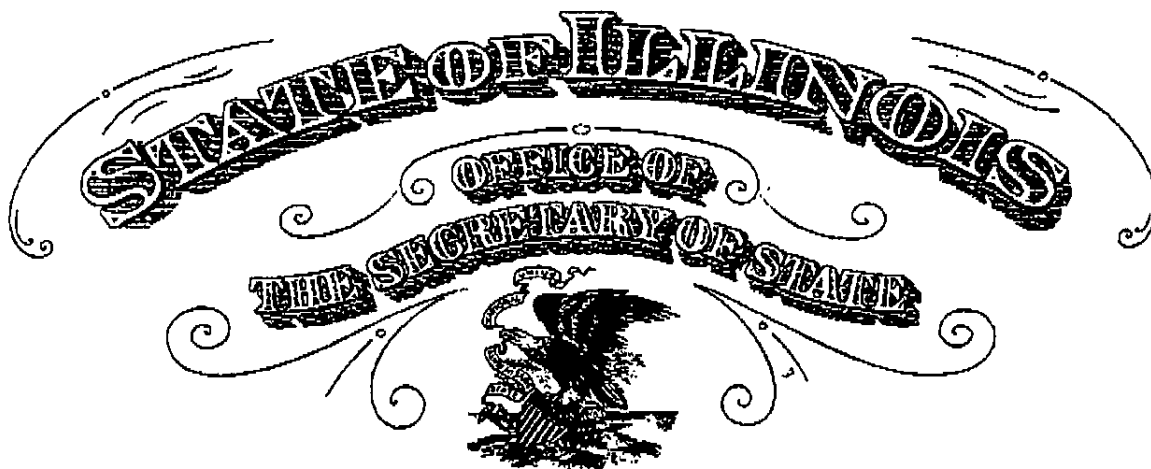
List of Directors

Name:	David L. Cole	Term: Apr 30, 2009
Bus. Addr.:	175 W. Jackson Blvd., 11th Floor, Chicago, IL 60604	
Name:	Ronald D. Markovits	Term: Apr 30, 2009
Bus. Addr.:	175 W. Jackson Blvd., 11th Floor, Chicago, IL 60604	
Name:	Mark H. Mishler	Term: Apr 30, 2009
Bus. Addr.:	175 W. Jackson Blvd., 11th Floor, Chicago, IL 60604	
Name:	John H. Serafin	Term: Apr 30, 2009
Bus. Addr.:	175 W. Jackson Blvd., 11th Floor, Chicago, IL 60604	

MAR. 13. 2009 1:44PM C S C

APPROVED
AND
FILED
NO. 944
09 MAR 13 PM 1:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

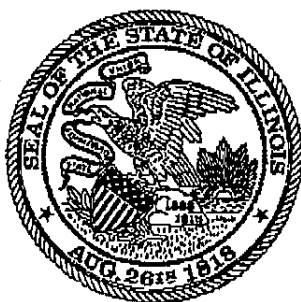
File Number 5340-844-3



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

SERVICEPLAN, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE ON MARCH 27, 1984, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS.



Authentication #: 0907101724

Authenticate at: <http://www.cyberdriveillinois.com>

*In Testimony Whereof, I hereto set
my hand and cause to be affixed the Great Seal of
the State of Illinois, this 12TH
day of MARCH A.D. 2009*

Jesse White

SECRETARY OF STATE

MAR 13 2009 1:44PM C S C

APPROVED
AND
NOTED P. 6

09 MAR 13 PM 1:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



the warranty group

TWG Warranty Group, Inc.

March 13, 2009

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Consent to use the name "ServicePlan"

TWG Warranty Group, Inc. (the "Company") is the sole stockholder and owner of ServicePlan, Inc., an Illinois corporation. ServicePlan, Inc. desires to qualify to do business in Florida. ServicePlan of Florida, Inc. is a Florida corporation currently active and in good standing with the Florida Department of State. ServicePlan of Florida, Inc. is an indirect subsidiary of the Company, wholly-owned through the Company's subsidiary Automotive Warranty Services of Florida, Inc.

It is the desire of the Company, as owners of both ServicePlan, Inc. and ServicePlan of Florida, Inc., that both be allowed to operate in the State of Florida under their respective names. In fact, ServicePlan, Inc. was qualified in Florida until it was withdrawn in May of 2004. Attached are the stock certificates for ServicePlan, Inc., ServicePlan of Florida, Inc. and Automotive Warranty Services of Florida, Inc. in an effort to show the ownership relationship between the companies. Further evidence of the connection between companies is the fact that the undersigned currently serves as Vice President and Secretary of the Company, ServicePlan, Inc. and ServicePlan of Florida, Inc. and serves as the Secretary of Automotive Warranty Services of Florida, Inc.

Also attached is a letter from ServicePlan of Florida, Inc. consenting to the use of a similar by ServicePlan, Inc. If you have any question, please feel free to contact me at (312) 356-3020 or Matthew Knapp at (312) 356-2596.

Regards,

Ronald D. Markovits
Vice President & Secretary

MAR. 13. 2009 1:46PM C S C

APPROVED
AND
FILED NO. 944 P. 10



the warranty group™

09 MAR 13 PM 1:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

service plan of florida, inc.

March 13, 2009

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Consent to use of similar name

ServicePlan of Florida, Inc., a Florida corporation currently in good standing with the Florida Division of Corporations, hereby consents to the use of the name "ServicePlan, Inc." to the Illinois company of the same name within the State of Florida.

Both companies are affiliated with TWG Warranty Group, Inc. and the undersigned is an officer of ServicePlan, Inc., ServicePlan of Florida, Inc. and TWG Warranty Group, Inc.

Regards,

Ronald D. Markovits
Vice President, Chief Counsel & Secretary