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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

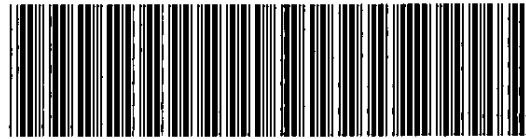
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DIVISION OF CORPORATIONS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Shivers JUL 20 2010

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Kingsway America 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," or "Certificate of Good Standing" 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:

Diana Jenkins

Name of Person

Kingsway America Inc.

Firm/Company

150 Northwest Point Blvd.

Address

Elk Grove Village, IL 60007

City/State and Zip code

compliance@kingswayamerica.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Diana Jenkins

Name of Person

at (847) 700-8194

Area Code & Daytime Telephone Number

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

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SECRETARY OF STATE

**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. Kingsway America 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. 98-0180930

(FEI number, if applicable)

4. December 12, 1997

(Date of incorporation)

5. Perpetual

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

6. January 1, 2008

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

7. 150 Northwest Point Blvd., Elk Grove Village, IL 60007

(Principal office address)

150 Northwest Point Blvd., Elk Grove Village, IL 60007

(Current mailing address)

8. To act as a holding company and engage in any lawful act or activity for which a corporation 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: CT Corporation System

Office Address: 1200 S. Pine Island Road

Plantation, Florida 33324

(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.

CT Corporation System

(Registered agent's signature)

Kimberly Breunling
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.

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Joseph David Stilwell

Address: 26 Broadway, 23rd Floor, New York, NY 10004

Director: Spencer Lee Schneider

Address: 70 Lafayette Street, New York, NY 10013

B. OFFICERS

President: Scott David Wollney

Address: 150 Northwest Point Blvd., Elk Grove Village, IL 60007

Vice President: See Attached

Address: _____

Secretary: Dorothy Ann Brooks


Address: 150 Northwest Point Blvd., Elk Grove Village, IL 60007

Treasurer: Paul Anthony Romano

Address: 150 Northwest Point Blvd., Elk Grove Village, IL 60007

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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. Dorothy Ann Brooks, Secretary
(Typed or printed name and capacity of person signing application)

Directors & Officers

Kingsway America Inc.

150 Northwest Point Blvd.
Elk Grove Village IL 60007

Incorporated In: DE
Incorporation Date: 12/12/1997
FEIN#: 98-0180930

Directors

NAME	APPOINTED
Joseph David Stilwell 26 Broadway, 23rd Floor, New York, NY 10004	10/19/2009
Spencer Lee Schneider 70 Lafayette Street, New York, NY 10013	1/24/2010

Officers

NAME	OFFICER TITLE	APPOINTED
Carmen Cochrane 150 Northwest Point Blvd., Elk Grove Village, IL 60007	Assistant Vice President	6/30/2007
Kelly Ann Marketti 150 Northwest Point Blvd., Elk Grove Village, IL 60007	Assistant Vice President	6/30/2007
Michael Pawlowski 150 Northwest Point Blvd., Elk Grove Village, IL 60007	Assistant Vice President	6/30/2007
Kelli Dumas One Southern Way, Mobile, AL 38619	Assistant Vice President IT Services	12/12/2008
Barbara Ellen Valinski 3501 Concord Road, York, PA 17402	Vice President Corporate Human Resources	6/23/2009
Scott David Wolney 150 Northwest Point Blvd., 6th Floor, Elk Grove Village, IL 60007	President & Chief Executive Officer	7/20/2009
Dorothy Ann Brooks 150 Northwest Point Blvd., Elk Grove Village, IL 60007	Secretary	7/21/2009
Roger Thomas Beck 150 Northwest Point Blvd., Elk Grove Village, IL 60007	Chief Operating Officer	9/11/2009
Joseph David Stilwell 26 Broadway, 23rd Floor, New York, NY 10004	Vice President	10/19/2009
Larry Gene Swets, Jr. 150 Northwest Point Blvd., Elk Grove Village, IL 60007	Officer	1/24/2010
Spencer Lee Schneider 70 Lafayette Street, New York, NY 10013	Officer	1/24/2010
Paul Anthony Romano 150 Northwest Point Blvd., Elk Grove Village, IL 60007	Vice President & Treasurer	3/19/2010

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Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KINGSWAY AMERICA 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 SEVENTEENTH DAY OF JUNE, A.D. 2010.


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TALLAHASSEE, FLORIDA

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You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8061430

DATE: 06-17-10