

F10000003923

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

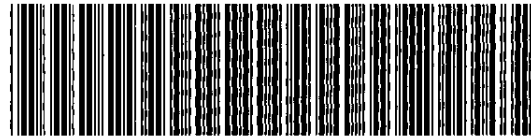
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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700184051867

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08/19/10--01016--004 **78.75

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SEP 01 2010

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Cooper Gay Risk Services, 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:

Hailey Overby

Name of Person

Kennedy Licensing Service Inc.

Firm/Company

4144 N. Central Expressway, Suite 800

Address

Dallas, TX 75204

City/State and Zip code

melindamartinez@coopergayusa.com

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

For further information concerning this matter, please call:

Hailey Overby

Name of Person

at (214) 855-0737

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:

- | | | | |
|---|--|--|---|
| <input type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &
Certificate of Status | <input checked="" type="checkbox"/> \$78.75 Filing Fee &
Certified Copy | <input type="checkbox"/> \$87.50 Filing Fee,
Certificate of Status &
Certified Copy |
|---|--|--|---|



FLORIDA DEPARTMENT OF STATE
Division of Corporations

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DIVISION OF CORPORATIONS

August 20, 2010

HAILEY OVERBY
KENNEDY LICENSING SERVICE INC.
4144 N CENTRAL EXPRESSWAY, SUITE 800
DALLAS, TX 75204

SUBJECT: COOPER GAY RISK SERVICES, INC.
Ref. Number: W10000039386

We have received your document for COOPER GAY RISK SERVICES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of incorporation in the document must be identical to the date on the Certificate and please remove the Social Security numbers from the document.

Section 607.0802 or 617.0802, Florida Statutes, requires directors to be natural persons 18 years old or older.

If you have any questions concerning the filing of your document, please call (850) 245-6933.

Dale White
Regulatory Specialist II

Letter Number: 910A00020074

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

RECEIVED

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. Cooper Gay Risk Services, 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

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

3. 13-3953339

(FEI number, if applicable)

4. 3/28/97

(Date of incorporation)

5. Perpetual

(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. 13902 North Dale Mabry Hwy. Suite 210 Tampa, FL 33618

(Principal office address)

88 Pine St. 26th Floor Wall St. Plaza New York, NY 10005

(Current mailing address)

8. Nonresident Insurance Agency Sales & Services

(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: John D. Hatch, Esquire

Office Address: 1267 Berkshire Lane, Ste 200

Tarpon Springs, , Florida 34688

(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.


(Registered agent's signature)

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: see attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached

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. Emma Garner, Managing Director

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

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Cooper Gay Risk Services, Inc.

/Officers/Directors

Cooper Gay (Holdings) Ltd.
100% Stockholder
52 Leadenhall Street
London, EC3A 2EB

Emma Rochelle Garner
Managing Director
73 Worth Street
New York, NY 10013

Peter J. Gorman
Secretary
7 West 96th Street
New York, NY 10005

Cathleen L. L'Hommedieu
Vice President
702 Walnut Street
Manchester, NH 03104

Matthew T. Yallop
Senior Vice President
22 River Terrace Apt. 22C
New York, NY 10282

Mary Glass
Vice President
1420 7th Place
Pleasant Grove, AL 35127

Ted Clayton
Director, Western Region
23321 Rockrose
Mission Viejo, CA 92692

Paul Long
Vice President
114 McKinley Avenue
Libertyville, IL 60048

Joseph Gajewski
Vice President
12111 Clear Harbor Drive
Tampa, FL 33626

Mark Oliver
Vice President
110 South Beverly Avenue
Tampa, FL 33609

Barry Whitton
Vice President
4234 D'Youville Trace
Atlanta, GA 30341

Roy Tucker
Vice President
58 Saddle Lane
Centerreach, NY 11720
DOB: 3/5/71
SS# 076923574

Cooper Gay Holdings (UK) officers:

Tobias Esser
CEO

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Phil Rick
CFO

John Flanagan
CAO

Jose Manuel Fonseca
Director

Angelo Pauperio
Director

Vivien Gould
Director

John Whiter
Director

Keith Harris
Director

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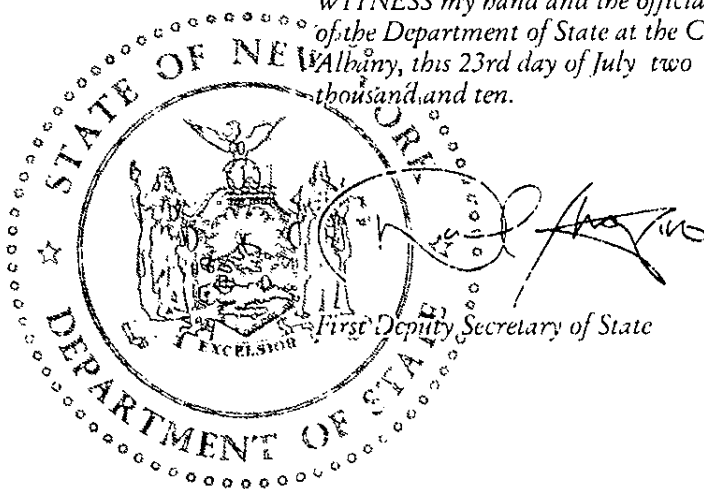
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State of New York
Department of State } ss:

I hereby certify, that the Certificate of Incorporation of COOPER GAY RISK SERVICES, INC. was filed on 03/28/1997, under the name of LEADENHALL INSURANCE BROKERS, 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 LEADENHALL INSURANCE BROKERS, INC., changing its name to COOPER GAY RISK SERVICES, INC., was filed 01/25/2007.

WITNESS my hand and the official seal
of the Department of State at the City of
Albany, this 23rd day of July two
thousand and ten.



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