

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: GMAC Insurance Management Corporation

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:

Lori Marsh

Name of Person

GMAC Insurance Management Corporation

Firm/Company

500 West Fifth Street

Address

Winston-Salem, NC 27101

City/State and Zip code

Lori.Marsh@GMACInsurance.com

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

For further information concerning this matter, please call:

Lori Marsh

Name of Person

at (336) 435-2838

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 22, 2010

LORI MARSH
500 WEST FIFTH STREET
WINSTON-SALEM, NC 27101

SUBJECT: GMAC INSURANCE MANAGEMENT CORPORATION
Ref. Number: W10000054664

We have received your document for GMAC INSURANCE MANAGEMENT CORPORATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Regulatory Specialist II

Letter Number: 110A00027366

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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2010 DEC - 1 PM 3:50

FILED

1. GMAC Insurance Management Corporation

(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. 13-3559471

(FEI number, if applicable)

4. 7/14/1989

(Date of incorporation)

5. Perpetual

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

6. Not applicable

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

7. 500 West Fifth Street, Winston-Salem, NC 27101

(Principal office address)

500 West Fifth Street, Winston-Salem, NC 27101

(Current mailing address)

8. Any and all lawful business

(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)

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.

Jeanine Reynolds as its 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.

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

A. DIRECTORS

Chairman: Michael Karfunkel

Address: 59 Maiden Lane
New York, NY 10038

Vice Chairman: N/A

Address: _____

Director: Barry Karfunkel

Address: 59 Maiden Lane
New York, NY 10038

Director: Robert Karfunkel

Address: 59 Maiden Lane
New York, NY 10038

B. OFFICERS

President: Lawrence R. Pentis

Address: 500 West Fifth Street
Winston-Salem, NC 27101

Vice President: Wade Bontrager

Address: 500 West Fifth Street
Winston-Salem, NC 27101

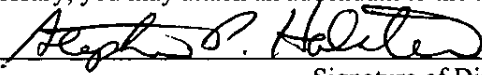
Secretary: Stephen P. Halstead

Address: 500 West Fifth Street, Winston-Salem, NC 27101

Treasurer: Donald J. Bolar

Address: 500 West Fifth Street, Winston-Salem, NC 27101

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

13. 

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Stephen P. Halstead, Secretary

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

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

Donald DeCarlo, Director
59 Maiden Lane
New York, NY 10038

John Donahue, COO West Division
500 West Fifth Street
Winston-Salem, NC 27101

Preston Scott Eckman, VP
500 West Fifth Street
Winston-Salem, NC 27101

George H. Hall, Jr., VP and CCO
500 West Fifth Street
Winston-Salem, NC 27101

D. Scott Murphy, VP and COO
500 West Fifth Street
Winston-Salem, NC 27101

Thomas E. Newgarden, SVP
500 West Fifth Street
Winston-Salem, NC 27101

Harry Schlachter, Director
59 Maiden Lane
New York, NY 10038

Michael H. Weiner, CFO
500 West Fifth Street
Winston-Salem, NC 27101

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SECRETARY OF STATE
FALLS CHURCH, NC 27804

Delaware

PAGE 1

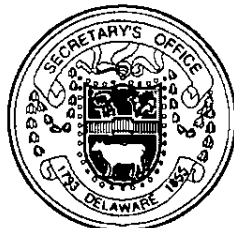
The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GMAC INSURANCE MANAGEMENT CORPORATION" 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 TWELFTH DAY OF NOVEMBER, A.D. 2010.

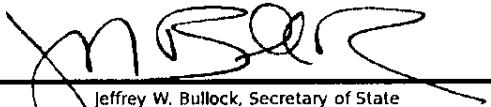
FILED
2010 DEC - 1 PM 3:50
SECRETARY OF STATE
JAIL ALLENSTEE, FLORIDA

2202230 8300

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8351060

DATE: 11-12-10