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TALLAHASSEE, FLORIDA

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P.O. Box 390
Groesbeck, TX 76642
tel: 254.729.8002
www.ilsa-inc.com

Fedex 2-Day

MEMORANDUM

April 18, 2011

To: Florida Dept. of State
From: Traci Houston - ILSA
Re: RC 1310- SDM&R, Inc.- Certificate of Authority Application

To Whom it May Concern:

Please find attached documents:

- Check #7461; Amount \$70.00
- Certificate of Authority Application
- Certificate of Good Standing

Thank you,

Traci Houston
Licensing Specialist
254-729-6157

cc: 10313

70

1310/FL/TRH

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: SDM&R, 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:

Traci Houston - ILSA

Name of Person

Insurance Licensing Services of America, Inc

Firm/Company

111 N. Railroad

Address

Groesbeck, TX 76642

City/State and Zip code

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

For further information concerning this matter, please call:

Traci Houston - ILSA

Name of Person

at (254) 729-6157

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 Cop
- \$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. SDM&R, 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. NC 3. 560373700
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 03/10/1927 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. 3625 N. Elm Street; Greensboro, NC 27455
(Principal office address)

Po Box 9375; Greensboro, NC 27455
(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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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

None

Chairman: _____

Address: 3625 N. Elm Street; Greensboro, NC 27455

Vice Chairman: _____

Address: 3625 N. Elm Street; Greensboro, NC 27455

Director: _____

Address: 3625 N. Elm Street; Greensboro, NC 27455

Director: _____

Address: 3625 N. Elm Street; Greensboro, NC 27455

B. OFFICERS

President: Timothy Templeton

Address: 3625 N. Elm Street; Greensboro, NC 27455

Vice President: See attached list of officers

Address: 3625 N. Elm Street; Greensboro, NC 27455

Secretary: See attached list of officers

Address: 3625 N. Elm Street; Greensboro, NC 27455

Treasurer: See attached list of officers

Address: 3625 N. Elm Street; Greensboro, NC 27455

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

13. X Timothy B. Templeton

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

14. Timothy B. Templeton, President

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

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Name	Home Address	Title	% ownership
T. Gray McCaskill	1011 Benaja Rd, Reidsville, NC 27320	Officer - CEO, Treasurer	13.69%
C. Timothy Ward	609 Elmwood Dr, Greensboro, NC 27408	Officer - EVP	10.62%
Larry B. Roland	3615 Primrose Ave, Greensboro, NC 27408	Officer - Chairman	9.61%
Timothy B. Templeton	3112 St. Regis Dr, Greensboro, NC 27408	Officer - President/COO	9.25%
Joseph A. Hughes	4100 Williams Dairy Rd, Greensboro, NC 27406	Officer - EVP	7.79%
Kurt W. Kronenfeld	3909 Hazel Lane, Greensboro, NC 27408	Officer - VP	7.08%
Randall V. Taylor	6905 Equestrian Trail, Summerfield, NC 27358	Officer - VP	6.06%
John R. Haldeman	400 Parkmont Dr., Greensboro, NC 27408	Officer - EVP	5.56%
John C. Eddleman	5626 Cape Fox, Oak Ridge, NC 27310	Officer - VP	4.55%
David R. Clem	2902 Asbury Terrace, Greensboro, NC 27408	Officer - VP	3.29%
Russell B. Bell	2908 St. Regis Dr, Greensboro, NC 27408	Officer - VP	3.04%
Kenneth L. Richardson	3605 Primrose Ave, Greensboro, NC 27408	Officer - VP	3.03%
Scott C. Shepherd	1716 Madison Ave, Greensboro, NC 27403	Officer - VP	2.28%
Danielle L. Hoversten	1903 Brant Pointe Ct, Whitsett, NC 27377	Officer - VP, Secretary	2.03%
Robert J. Allonier	906 W. Parkway Ave, High Point, NC 27262	Officer - VP	2.03%
Cory S. Newton	8401 Oak Meadows Dr., Kernersville, NC 27284	Officer - VP	2.02%
F. Wes Bartlett	1703 Beechtree Rd, Greensboro, NC 27408	Officer - VP	2.02%
A. Nicole Winkle	602 Hannah McKenzie Dr., Greensboro, NC 27405	Officer - VP	2.02%
Brandon J. Moorefield	7012 Buckhead Dr., Raleigh, NC 27615	Officer - VP	2.02%
J. Jarrett Shearin	2217 Tattersalls Dr, Wilmington, NC 28403	Officer - VP	1.01%
Tammy A. Eubanks	5426 GGO Dr, Greensboro, NC 27406	Officer - VP, Asst. Secretary	1.01%
			100.00%

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SECRETARY OF STATE
ADAMSON, FLORIAN



NORTH CAROLINA

Department of The Secretary of State

CERTIFICATE OF EXISTENCE

I, Elaine F. Marshall, Secretary of State of the State of North Carolina, do hereby certify that

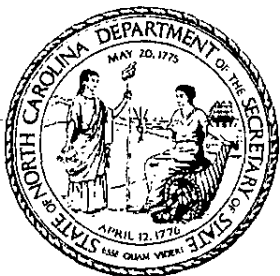
SDM&R, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 10th day of March, 1927, with its period of duration being Perpetual.

I FURTHER certify that, as of the date set forth hereunder, the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by N.C.G.S. 55-16-22 has been delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.

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IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 23rd day of February, 2011.



Elaine F. Marshall

Secretary of State