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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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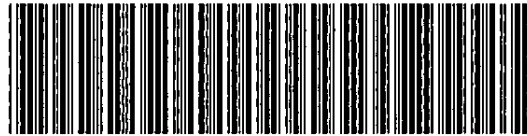
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~~W12-35743~~

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144

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** AUTO CLUB LIFE INSURANCE COMPANY

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:

Gwen Liggons

Name of Person

The Auto Club Group - Office of General Counsel

Firm/Company

1 Auto Club Drive

Address

Dearborn, Michigan 48126

City/State and Zip code

galiggons@aaamichigan.com

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

For further information concerning this matter, please call:

Gwen Liggons

Name of Person

at ( 313 ) 436 7026

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

July 16, 2012

GWEN LIGGONS  
1 AUTO CLUB DRIVE  
DEARBORN, MI 48126

SUBJECT: AUTO CLUB LIFE INSURANCE COMPANY  
Ref. Number: W12000035743

We have received your document for AUTO CLUB LIFE INSURANCE COMPANY and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

Unfortunately, the enclosed certified copy does not meet our filing requirements. We require a certificate of existence or certificate of good standing, which usually consists of a single sheet of paper that clearly reflects the entity is a valid entity in its home state/country. You can obtain the certificate of existence or certificate of good standing from the same office that provided you with the certified copy.

Please return the corrected original and one copy of 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) 245-6052.

Valerie Herring  
Regulatory Specialist II  
New Filing Section

Letter Number: 912A00018152

**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. AUTO CLUB LIFE INSURANCE COMPANY

(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. MICHIGAN

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

3. 38-2043661

(FEI number, if applicable)

4. JUNE 12, 1974

(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. 1 Auto Club Drive, Dearborn, MI 48126

(Principal office address)

1 Auto Club Drive, Dearborn, MI 48126

(Current mailing address)

8. authorized to write life, disability, accident, health, annuity and disability policies.

(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: Richard T. White

Office Address: 1515 North Westshore Blvd

Tampa


(City)

, Florida 33607

(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:

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**A. DIRECTORS**

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Chairman: Robert L. Sharp

Address: 16602 Jardinera de Avila, Tampa, FL 33613

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Vice Chairman: Stephen E. Ewing

Address: 30520 Rosemond Dr, Franklin, MI 48025

Director: Charles E. Allen

Address: 8162 E. Jefferson, Apt B 15 Detroit, MI 48207

Director: William P. Baer

Address: 920 Lakeshore Dr. Grosse Pointe Shores, MI 48236

(See addendum)

**B. OFFICERS**

President: Charles H. Podowski

Address: 1 Auto Club Drive, Dearborn, MI 48126

Vice President: J. Terry McElroy

Address: 1 Auto Club Drive, Dearborn, MI 48126

Secretary: Richard T. White

Address: 1 Auto Club Drive, Dearborn, MI 48126

Treasurer: Sean H. Maloney

Address: 1 Auto Club Drive, Dearborn, MI 48126 (see addendum)

**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. Richard T. White, Secretary

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

Auto Club Life Insurance Company

Principal Officers

Charles H. Podowski, Chief Executive Officer  
1 Auto Club Drive  
Dearborn, MI 48126

Steven D. Monahan, President & CEO MEEMIC  
1 Auto Club Drive  
Dearborn, MI 48126

John A. Tomlin, President & COO  
1515 North Westshore Dr  
Tampa, FL 33607

Sean H. Maloney, Sr. VP, Treasurer, & CFO  
1 Auto Club Drive  
Dearborn, MI 48125

Margaret A. Scheske, VP & Assistant Treasurer  
1 Auto Club Drive  
Dearborn, MI 48126

Ann Federici, Sr. V.P. Chief Human Resource Officer  
1 Auto Club Drive  
Dearborn, MI 48126

Jack T. McElroy, Executive V.P.  
1 Auto Club Drive  
Dearborn, MI 48126

Richard T. White, Sr. V.P., Secretary & General Counsel  
1 Auto Club Drive  
Dearborn, MI 48126

Gloria G. Freud, Assistant Secretary  
1 Auto Club Drive  
Dearborn, MI 48126

Charles J. Mazzola, Sr. V.P, Corp. Business Control  
1 Auto Club Drive  
Dearborn, MI 48126

(7/1/2012)

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TALLAHASSEE, FLORIDA

Directors (ACLIC):

Charles E. Allen  
8162 E. Jefferson Avenue  
Apt B 15  
Detroit, MI. 48207

William P. Baer  
920 Lakeshore Drive  
Grosse Pointe Shores, MI. 48236-1267

Chris M. Bauer  
2545 N. Wahl Avenue Apt 1  
Milwaukee, WI 53211-3825

William H. Bodenhamer, Jr.  
3840 NE 31<sup>st</sup> Ave  
Lighthouse Point, FL 33064

Carole L. Brown  
270 E. Pearson  
Unit 16 PHE  
Chicago, IL 60611

Clesteen Abraham Clark  
50 Laurel Drive  
Battle Creek, MI 49017

Valerie R. Daniels-Carter  
1220 E. Donges Ct.  
Bayside WI 53217-1414

Stephen E. Ewing  
30520 Rosemond Drive  
Franklin, MI. 48025-1473

Rick Inatome  
4101 Gulfshore Blvd N.  
Unit 19-S  
Naples, Fl 34103

Steven J. Martin  
155 Westchester Dr  
Smyrna, GA 30082

William O. McCormack  
1305 Pinehurst Road  
Marshall, MN 57258-2168

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TALLAHASSEE, FLORIDA

Thomas E. O'Brien  
230 Slickrock Rd  
Burnsville, NC 28714

Charles H. Podowski  
1 Auto Club Drive  
Dearborn, MI 48126

Catherine L. Ross  
6963 Kiva Way  
Gulf Shores, AL 36542

Robert R. Sharp  
16602 Jardinera de Avila  
Tampa, FL 33613

William E. Shaw  
3697 West Canal Street  
Dixon, IL 61021-9404

Brian Vergin  
2199 Benson Lane  
Grand Rapids, MN 55744-4186

Jamie T. Zanos  
317 2<sup>nd</sup> St. SE  
Mason City, IA 50401-3925

(effective 4/19/2012)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



**CERTIFICATE OF AUTHORITY - DUPLICATE**

Office of Financial and Insurance Regulation

Effective Date: January 24, 1997

THIS IS TO CERTIFY, that

AUTO CLUB LIFE INSURANCE COMPANY  
(Michigan stock insurer)  
NAIC No. 84522

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

is authorized in Michigan to transact the business of insurance, as defined in

Chapter 06 - Section 602 - Life & Annuities

Chapter 06 - Section 606 - Disability

of P.A. 218 of 1956 as amended, The Michigan Insurance Code, so long as the insurer continues to conform to the authority granted by this certificate, its corporate articles, the requirements of P.A. 218 of 1956 and all amendments to it and any limitations, conditions or other matters which have been agreed to from time to time between the insurer and the Commissioner.

**This Certificate of Authority is granted subject to the laws of the state of Michigan and, as set forth in Sections 405 and 405a of the Michigan Insurance Code (MCL 500.405 and 500.405a), shall be:**

**AUTOMATICALLY REVOKED 90 DAYS AFTER A CHANGE OF CONTROL WHICH HAS NOT RECEIVED PRIOR APPROVAL OR 90 DAYS AFTER THE INSURER OR AN AFFILIATED INSURER IS MADE SUBJECT TO FORMAL DELINQUENCY PROCEEDINGS UNLESS THE INSURER REQUALIFIES FOR A CERTIFICATE OF AUTHORITY UNDER THE PROVISIONS OF THE MICHIGAN INSURANCE CODE.**



CERTIFIED COPY

July 11, 2012

*Marley Rzepucki*

Office of Financial & Insurance Regulation



RICK SNYDER  
GOVERNOR

STATE OF MICHIGAN  
DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS  
OFFICE OF FINANCIAL AND INSURANCE REGULATION  
R. KEVIN CLINTON  
COMMISSIONER

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STEVEN H. HILFINGER  
DIRECTOR

July 11, 2012


TO: State of Florida

RE: Certificate of Good Standing

I have conferred with the auditor, Jason Schafer, for Auto Club Life Insurance Company that the company is in good financial standing and that there are no significant financial issues or concerns outstanding as of the latest financial report dated March 31, 2012.

If I can be of further assistance, please feel free to contact me at 517-373-0246.

Sincerely,

  
Marilyn Rzepecki  
Executive Secretary

