

Document Number
F95000002149

CT CORPORATION SYSTEM
Requestor's Name
660 EAST JEFFERSON STREET
Address
TALLAHASSEE FL 32301 222-1092
City State Zip Phone

800001471148
-05/02/95--01090--017
*****70.00 *****70.00

CORPORATION(S) NAME

UBL Financial Corporation

- Profit
 NonProfit
 Amendment
 Merger
- Foreign
 Dissolution/Withdrawal
 Mark
- Limited Partnership
 Annual Report
 Other
 Reinstatement
 Reservation
 Change of R.A.
- Certified Copy
 Photo Copies
 CUS
- Call When Ready
 Call if Problem
 After 4:30
 Walk In
 Will Wait
 Pick Up
 Mail Out

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

3:00
5/2/95

PLEASE RETURN EXTRA COPIES
FILE STAMPED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -2 PM 1:58

CR2E031 (1-89)

95/2

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

IN COMPLIANCE WITH SECTION 807.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. UBL FINANCIAL CORPORATION
(Name of corporation: must include the word "INCORPORATED," "COMPANY," or "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

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

3. March 6, 1991
(Date of Incorporation)

4. Perpetual
(Duration)

5. 84-1165460
(Federal Employer Identification number, if applicable)

6. Upon Qualification
(Date first transacted business in Florida. See sections 807.1501, 807.1502, and 817.155, F.S.)

7. 12636 HIGH BLUFF DRIVE, SUITE 100, SAN DIEGO, California 92130
(Current mailing address)

8. MARKETING INSURANCE
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and street addresses of officers and or directors:

A. Directors:

Chairman: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 12 PM 58

9. Officers:

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAY - 2 PM 1:50

(if needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida 33324

Zip Code

11. 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: T. B. Connolly C T Corporation System

(Officer)

T. B. Connolly, Assistant Secretary

(Typed Name and Title of Officer)

12. 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.

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. DANIEL J. GREENBERG, Vice President

(Name and capacity of person signing application)

UBL FINANCIAL CORPORATION
CORPORATE DIRECTORS AND OFFICERS
AS OF
DECEMBER 13, 1994

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -2 PM 1:08

Herbert L. Greenberg 327 Pacific Avenue Solana Beach, CA 92075	DIRECTOR Chairman	(619) 481-8877 SSN 098-12-2443 D.O.B. 01/19/24 D.L. No. B3384539 (CA)
Robert deRose P.O. Box 8082 Rancho Santa Fe, CA 92067	DIRECTOR President Chief Executive Officer	(619) 793-4911 SSN 069-38-3882 D.O.B. 01/08/47 D.L. No. U6059885 (CA)
Daniel J. Greenberg 12636 High Bluff Drive, Suite 100 San Diego, CA 92130	DIRECTOR Executive Vice President Chief Operating Officer	(619) 793-4911 SSN 523-58-7135 D.O.B. 11/04/50 D.L. No. R792827 (CO)
Francis P. King, Esq. 1680 Lincoln Street, #2900 Denver, CO 80264	DIRECTOR Assistant Secretary	(303) 881-4154 SSN 519-28-2707 D.O.B. 05/09/31 D.L. No. U188375 (CO)
James R. Tompkins 87 Newton Lane East Hampton, NY 11937	DIRECTOR	(516) 324-3200 SSN 152-24-0548 D.O.B. 03/04/31 D.L. No. T512456310840 (FL)
Joseph E. Brennan 2014 Sea Village Circle Cardiff, CA 92007	Senior Vice President Chief Actuary	(619) 793-4911 SSN 209-50-8571 D.O.B. 08/28/59 D.L. No. 2270-11-4942 (IN)
Alan J. Meister 12636 High Bluff Drive, Suite 100 San Diego, CA 92130	Vice President Chief Financial Officer	(619) 793-4911 SSN 030-40-1083 D.O.B. 11/08/48 D.L. No. N8112221 (CA)
Rebecca A. Forsythe 12636 High Bluff Drive, Suite 100 San Diego, California 92130	Vice President of Operations	(619) 793-4911 SSN 442-74-1192 D.O.B. 11/08/61 D.L. No. C6838274 (CA)
Fabrizio Balestri 12636 High Bluff Drive, Suite 100 San Diego, California 92130	Vice President of Marketing	(619) 793-4911 SSN 215-62-3657 D.O.B. 10/17/53 D.L. No. A9671549 (CA)
Douglas L. Feist 12636 High Bluff Drive, Suite 100 San Diego, CA 92130	Secretary Corporate Counsel	(619) 793-8041 SSN 559-66-0744 D.O.B. 05/30/44 D.L. No. PO598681 (CA)



STATE OF COLORADO

DEPARTMENT OF STATE CERTIFICATE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -2 PM 1:58

I, **VICTORIA BUCKLEY**, Secretary of State of the State of Colorado hereby certify that

According to the records of this office

**UBL FINANCIAL CORPORATION
(COLORADO CORPORATION)**

file # 911014070 was filed in this office on MARCH 06, 1991, and has complied with the applicable provisions of the laws of the State of Colorado and on this date is in good standing and authorized and competent to transact business or to conduct its affairs within this state.

Dated: APRIL 6, 1995

Victoria Buckley

SECRETARY OF STATE

Document Number Only

F95000002149

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

400002276034--8
-U8/27-07--01082--008
*** 0 *****35.00

U.B.L. Financial Corporation

Change name to:

Pacific Insurance Marketing Administration Corporation

97 AUG 24 PM 3:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

Profit

NonProfit

Limited Liability Co.

Foreign

Limited Partnership

Reinstatement

Certified Copy

Call When Ready

Walk In

Mail Out

Amendment

Dissolution/Withdrawal

Annual Report

Reservation

Photo Copies

Call if Problem

Merger

Mark

Other UCC Filing

Change of R.A.

Fic. Name

CUS

After 4:30

Pick Up

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.F. Verifier

PLEASE RETURN EXTRA COPIES
FILE STAMPED

THANKS, MELANIE ©

8-25-97

8/25

*John
Name
Change*

CR2E031 (1-89)

APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN
FLORIDA

FILED
97 AUG 25 PM 3:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

SECTION I (1-3 must be completed)

1. UBL FINANCIAL CORPORATION
Name of corporation as it appears within the records of the Department of State.

2. Incorporated under laws of: Colorado

3. Date authorized to do business in Florida: May 2, 1995

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

June 18, 1997


5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

PACIFIC INSURANCE MARKETING & ADMINISTRATION CORPORATION

6. If the amendment changes the period of duration, indicate new period of duration.

No Change

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

 07/29/97
Signature Date
Name and Title

DANIEL J. GREENBERG, President



STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

I, VICTORIA BUCKLEY, SECRETARY OF STATE OF THE STATE OF
COLORADO HEREBY CERTIFY THAT ACCORDING TO THE RECORDS OF
THIS OFFICE, ARTICLES OF AMENDMENT WERE FILED ON JUNE 18,
1997 CHANGING THE CORPORATE NAME OF

UBL FINANCIAL CORPORATION
(COLORADO CORPORATION)

TO

PACIFIC INSURANCE MARKETING & ADMINISTRATION CORPORATION

Dated: August 01, 1997

Victoria Buckley

SECRETARY OF STATE