

F95000003667

TO: QUALIFICATION/TAX LIEN SECTION  
DIVISION OF CORPORATIONS

SUBJECT: Administrative Consultants, Inc.  
(Name of corporation - must include suffix)

6095-14422

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", 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:

Albert A. Generali

(Name of Person)

Administrative Consultants, Inc.

(Firm/Company)

92 Brookside Road

(Address)

Waterbury, CT 06708

(City, State and Zip Code)

400001539604  
-07/18/95--01037--012  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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Should you need to call someone concerning this matter, please call:

Gina Fowler

(Name of Person)

at ( 203 ) 756 - 8061

Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Tax Lien Sec.  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

FILED  
95 JUL 28 PM 2:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 18, 1995

ALBERT A GENERALI  
ADMINISTRATIVE CONSULTANTS, INC.  
92 BROOKSIDE RD.  
WATERBURY, CT 06708

SUBJECT: ADMINISTRATIVE CONSULTANTS, INC.  
Ref. Number: W95000014422

We have received your document for ADMINISTRATIVE CONSULTANTS, 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 name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the CORPORATE SPECIALIST indicated.

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 (904) 487-6093.

Freta Lott  
Corporate Specialist Supervisor

Letter Number: 995A00034293

## RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Albert A. Generali, do hereby certify that this Resolution of the Board of Directors of Administrative Consultants, Inc., a corporation duly organized and existing under the laws of the State of Connecticut, was duly adopted on July 24, 1995.

Resolved, that Administrative Consultants, Inc., organized and existing in the State of Connecticut, hereby adopts the name Administrative Consultants of CONNECTICUT, INC. for use in Florida.

Dated: July 21, 1995

Albert A. Generali

Signature of at least one director

FILED  
95 JUL 28 PM 2:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE  
STATE OF FLORIDA:

1. Administrative Consultants, Incorporated  
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "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. Connecticut, New Haven County 3. 11-2234995  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. June 1971 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1995\*  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 92 Brookside Road  
Waterbury, CT 06708  
(Current mailing address)

8. Administration of insurance programs  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: Insurance Commissioner

Office Address: Capitol

Tallahassee, Florida, 32399-3300  
(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.*

Insurance Commissioner  
(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.

FILED  
95 JUL 28 PM 3:00  
TALLAHASSEE, FL  
SECRETARY OF STATE

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Louis C. Generali

Address: 92 Brookside Road, Waterbury, CT 06708

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Kenneth J. Ryan

Address: 92 Brookside Road, Waterbury, CT 06708

Director: Albert A. Generali

Address: 92 Brookside Road, Waterbury, CT 06708

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Albert A. Generali

Address: 92 Brookside Road, Waterbury, CT 06708

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: Louis C. Generali

Address: 92 Brookside Road, Waterbury, CT 06708

Treasurer: Louis C. Generali

Address: 92 Brookside Road, Waterbury, CT 06708

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

13. Albert A. Generali  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Albert A. Generali, President/Director  
(Typed or printed name and capacity of person signing application)

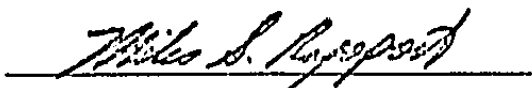
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95 JUL 28 PM 2:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Office of the Secretary of the State of Connecticut

I, the Connecticut Secretary of the State,  
and keeper of the seal thereof, DO HEREBY CERTIFY, that

ADMINISTRATIVE CONSULTANTS, INC.

incorporated under the laws of Connecticut is in existence and in  
good standing.



Secretary of the State

Date Issued: June 5, 1995

FILED  
95 JUL 28 PM 2:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

VOL 797

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CERTIFICATE OF INCORPORATION  
STOCK CORPORATION

61-3 REV. 10-49

STATE OF CONNECTICUT  
SECRETARY OF THE STATE

For office use only	
ACCOUNT NO	
A 25138	
DATE	th

The undersigned incorporator(s) hereby form(s) a corporation under the Stock Corporation Act of the State of Connecticut:

1. The name of the corporation is: ADMINISTRATIVE CONSULTANTS, INC.
2. The nature of the business to be transacted, or the purposes to be promoted or carried out by the corporation, are as follows:

To carry on a general investment and management consultant and advisory business relating to investments, insurance, and the operation of businesses, plants, properties, and real and personal property of every kind, in the United States and foreign countries, subject to the applicable laws thereof. To maintain executive and operating personnel for the purpose of consulting with and advising others in all matters relating to investments, insurance and the management and operation of businesses and other properties of every kind. To furnish business investment, insurance and management plans and programs, to formulate policies, and generally to advise and assist others, under contract or otherwise, in the management of their businesses, plants, properties, and investments. To buy and sell projects and developments on its own behalf and on behalf of others in connection with the operation, management, and development of individual and corporate businesses. To conduct research and to investigate businesses and enterprises of every kind and description throughout the world in order to secure information and data for capital investment, both for its own account and as agent for others. To engage in capital ventures and business enterprises of every kind and description, whether as a promoter, partner, member, or associate, or as a manager of other such enterprises.

To engage in any lawful acts or activities for which corporations may be organized under the Stock Corporation Act of the State of Connecticut now or hereafter in effect.

3. The designation of each class of shares, the authorized number of shares of each such class, and the par value (if any) of each share thereof, are as follows:

Common

5,000 shares

\$10.00 par

4. The terms, limitations and relative rights and preferences of each class of shares and series thereof (if any), or an express grant of authority to the board of directors pursuant to Section 33-341, 1959 Supp. Conn. G.S., are as follows:

All Common Stock

5. The minimum amount of stated capital with which the corporation shall commence business is

One Thousand (\$1,000.00) dollars. (Not less than one thousand dollars)

6. (7) - Other provisions

The duration of the Corporation shall be unlimited.

Dated at New Haven this 15<sup>th</sup> day of June, 1971

I/We hereby declare, under the penalties of perjury, that the statements made in the foregoing certificate are true.

This certificate of incorporation must be signed by one or more incorporators.

NAME OF INCORPORATOR (Print or Type)	NAME OF INCORPORATOR (Print or Type)	NAME OF INCORPORATOR (Print or Type)
1. Nathan M. Silverstein	2. Ann B. Sims	3. Louis C. Generali
SIGNED (Incorporator)	SIGNED (Incorporator)	SIGNED (Incorporator)
1. <i>[Signature]</i>	2. <i>[Signature]</i>	3. <i>[Signature]</i>
NAME OF INCORPORATOR (Print or Type)	NAME OF INCORPORATOR (Print or Type)	NAME OF INCORPORATOR (Print or Type)
4.	5.	6.
SIGNED (Incorporator)	SIGNED (Incorporator)	SIGNED (Incorporator)
4.	5.	6.

FOR OFFICE USE ONLY

FILED State of Connecticut

JUL 2 - 1971 - 11 15 AM

*[Signature]* Secretary of State

7. 3 *[Signature]*

FRANCHISE FEE	FILING FEE	CERTIFICATION FEE	TOTAL FEES
\$ 50.	\$ 20.	\$ 7.	\$ 77.

SIGNED (For Secretary of the State)

CERTIFIED COPY SENT ON (Date)

7 Rec. sent 7-19-71

TO Nathan M. Silverstein  
90 Chapel St., New Haven, Ct 06510

CARD

LIST

PROOF

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APPOINTMENT OF STATUTORY AGENT FOR SERVICE  
DOMESTIC CORPORATION  
61-6 REV. 6-66

For office use only
ACCOUNT NO. A 25138
INITIALS th

TO: The Secretary of the State of Connecticut

NAME OF CORPORATION  
ADMINISTRATIVE CONSULTANTS, INC.

## APPOINTMENT

The above corporation appoints as its statutory agent for service, one of the following:

NAME OF NATURAL PERSON WHO IS RESIDENT OF CONNECTICUT / Louis C. Generali	BUSINESS ADDRESS 75 Washington Avenue, North Haven, Connecticut 06473 RESIDENCE ADDRESS 16 Rockwell Avenue, Waterbury, Connecticut 06708
NAME OF CONNECTICUT CORPORATION	ADDRESS OF PRINCIPAL OFFICE IN CONN. (If none, enter address of appointee's statutory agent for service)
NAME OF CORPORATION NOT ORGANIZED UNDER THE LAWS OF CONN.	ADDRESS OF PRINCIPAL OFFICE IN CONN. (If none, enter "Secretary of the State of Connecticut")

\*Which has procured a Certificate of Authority to transact business or conduct affairs in this state.

## AUTHORIZATION

ORIGINAL APPOINTMENT  (Must be signed by a majority of incorporators.)	NAME OF INCORPORATOR (Print or type) Nathan M. Silverstein	SIGNED (Incorporator) <i>Nathan M. Silverstein</i>	DATE  June 15, 1971
	NAME OF INCORPORATOR (Print or type) Ann B. Sims	SIGNED (Incorporator) <i>Ann B. Sims</i>	
	NAME OF INCORPORATOR (Print or type) Louis C. Generali	SIGNED (Incorporator) <i>Louis C. Generali</i>	
SUBSEQUENT APPOINTMENT	NAME OF PRESIDENT, VICE PRESIDENT, OR SEC.	SIGNED (President, or Vice President, or Secretary)	DATE

## ACCEPTANCE

Accepted:	NAME OF STATUTORY AGENT FOR SERVICE (Print or type) Louis C. Generali	SIGNED (Statutory Agent for service) <i>Louis C. Generali</i>
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FILED State of Connecticut

JUL 2 - 1971 - 11 15 AM

Secretary of State By  
*[Signature]*

FILING FEE \$	CERTIFICATION FEE \$	TOTAL FEES \$
SIGNED (For Secretary of the State)		
CERTIFIED COPY SENT ON (Date)	INITIALS	
TO		
CARD	LIST	PROOF