

TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION  
DIVISION OF CORPORATIONS

SUBJECT: Ohio Savings Mutual Insurance Co.  
(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", 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:

Fred F. Harris, Jr., Esq.  
(Name of Person)

Greenberg, Traurig, Hoffman, Lipoff, Rosen & Quentel, P.A.  
(Firm/Company)

Post Office Drawer 1838  
(Address)

Tallahassee, Florida 32302  
(City, State and Zip Code)

500001698805  
-01/26/96--01018--006  
\*\*\*\*\*79.00 \*\*\*\*\*79.00

W96-2025

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

Fred F. Harris, Jr.  
(Name of Person)

at ( 904 ) 222 - 6891  
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  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JAN 26 PM 2:24



**FLORIDA DEPARTMENT OF STATE**  
Sandra B. Mortham  
Secretary of State

RECEIVED  
96 JAN 26 PM 1:24  
DIVISION OF CORPORATION

January 26, 1996

FRED HARRIS, JR., ESQ.  
GREENBERG, TRAURIG, HOFFMAN, LIPOFF ET.A  
PO DRAWER 1838  
TALLAHASSEE, FL 32302

SUBJECT: OHIO SAVINGS INSURANCE AGENCY, INC.  
Ref. Number: W96000002025

We have received your document for OHIO SAVINGS INSURANCE AGENCY, INC. and your check(s) totaling \$79.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

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) 487-6094.

Doug Dickinson  
Document Specialist

Letter Number: 296A00003498

Pickup  
3:00  
or call  
when  
Ready

# OHIO SAVINGS BANK F.S.B.

January 23, 1996

FEDERAL EXPRESS

Fred F. Harris, Jr., Esq.  
Greenberg, Traurig, Hoffman, Lipoff, Rosen & Quentel, P.A.  
101 East College Avenue  
Tallahassee, Florida 32302

Re: Ohio Savings Insurance Agency, Inc.

Dear Fred:

Enclosed is the "Application by Foreign Corporation for Authorization to Transact Business in Florida" which has been executed on behalf of Ohio Savings Insurance Agency, Inc., together with the Certificate of Good Standing issued by the Ohio Secretary of State and a copy of a resolution adopted by the Board of Directors of OSIA authorizing the company to qualify to do business in Florida.

Please note that the page which lists the Directors and officers must be corrected so that the name of Marc Freimuth is properly spelled. I spoke to June Vickers about this on January 23, 1996 and we agreed that she should rerun that page and make the substitution when you receive the executed Application.

We also want to take whatever steps are necessary for OSIA to do business under the name of AmTrust Insurance Agency. If there are any additional applications or other forms which must be completed, please send them to me at your earliest convenience.

Sincerely yours,



Vivian L. Solganik  
Associate Counsel

*pick up 2:00*

VLS:sd  
Enclosures

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JAN 23 1996

GREENBERG TRAURIG

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JAN 26 AM 9:15

DIVISION OF CORPORATION

OHIO SAVINGS INSURANCE AGENCY, INC.

ACTION BY UNANIMOUS WRITTEN CONSENT OF DIRECTORS

The undersigned, being all of the Directors of Ohio Savings Insurance Agency, Inc., an Ohio corporation, hereby take the following action and adopt the following resolutions by unanimous written consent in accordance with Ohio Revised Code Section 1701.54:

RESOLVED, that Joseph Yecko is hereby elected to be a Vice President of the Corporation, and Geoffrey Shank is hereby elected to be an Assistant Vice President of the Corporation, each to serve at the pleasure of the Board of the Directors and until his successor is elected and qualified, or until his earlier death, resignation or removal;

RESOLVED FURTHER, that any officer of the Corporation is hereby authorized to cause the Corporation to become licensed or qualified to transact business in the State of Florida and to commence operations as an insurance agency in the State of Florida as and to the extent permitted by applicable law;

RESOLVED FURTHER, that any such officer is hereby authorized to execute, acknowledge, certify, deliver and/or file any and all notices, applications, affidavits, certificates and/or other instruments or documents, and to take any and all such other action, that any such officer in his sole discretion deems necessary or advisable in order to effectuate the intent of the foregoing resolutions, and any and all such actions heretofore taken are hereby ratified, confirmed and approved.

Dated: January 11, 1998

  
Robert Goldberg

  
David Goldberg

  
Gerald Goldberg

Being all of the Directors of  
Ohio Savings Insurance Agency, Inc.

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DIVISION OF CORPORATIONS  
96 JAN 26 PM 2:24

**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. Ohio Savings Insurance Agency, Inc.  
(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. Ohio 3. 34-1092834  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 1974 5. Perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. Ohio Savings Plaza, 1801 East Ninth Street, Suite 200  
Cleveland, Ohio 44114  
(Current mailing address)
8. To solicit and sell (A) property and casualty, (B) life, accident and health, (C) credit and (D)  
annuities insurance, and to generally conduct the business of an insurance agency, and do any and  
all acts and things necessary, proper or convenient to the accomplishment of the foregoing both  
within and without the State of Florida to the extent as a natural person might or could do, and to  
do all other things incidental to the operation of an insurance agency which are not forbidden by  
statute or by the Articles of Incorporation.  
(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: James Sadock, Jr.  
Office Address: 5550 Glades Road, Suite 100  
Boca Raton, Florida 33431  
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.

James Sadock, Jr.  
James Sadock, Jr. (Registered agent's signature)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
56 JAN 26 PM 2:29

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 street addresses of officers and or directors:

**A. Directors:**

Director: Robert Goldberg  
Address: 1801 East Ninth Street, Suite 200  
Cleveland, Ohio 44144

Director: David Goldberg  
Address: 1801 East Ninth Street, Suite 200  
Cleveland, Ohio 44144

Director: Gerald Goldberg  
Address: 1801 East Ninth Street, Suite 200  
Cleveland, Ohio 44144

**B. Officers:**

President: David Goldberg  
Address: 1801 East Ninth Street, Suite 200  
Cleveland, Ohio 44144

Executive  
Vice President: Robert Goldberg  
Address: 1801 East Ninth Street, Suite 200  
Cleveland, Ohio 44144

Secretary: Marc W. Freimuth  
Address: 1801 East Ninth Street, Suite 200  
Cleveland, Ohio 44144

Treasurer: Alan W. Presby  
Address: 1801 East Ninth Street, Suite 200  
Cleveland, Ohio 44144

Executive  
Vice-President: Gerald Goldberg  
Address: 1801 East Ninth Street, Suite 200  
Cleveland, Ohio 44144

Assistant Secretary: Gerald Goldberg  
Address: 1801 East Ninth Street, Suite 200  
Cleveland, Ohio 44144

Assistant Secretary: Robert Goldberg  
Address: 1801 East Ninth Street, Suite 200  
Cleveland, Ohio 44144

Assistant  
Vice President  
Address:

Geoffrey Shank  
5550 Glades Road  
Boca Raton, Florida 33431

Vice President  
Address:

Joseph Yesko  
1801 East Ninth Street, Suite 200  
Cleveland, Ohio 44144

13.



(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

David Goldberg, President

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

**UNITED STATES OF AMERICA,  
STATE OF OHIO,  
OFFICE OF THE SECRETARY OF STATE.**

}

*I, Bob Taft, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations and miscellaneous filings; that said records show OHIO SAVINGS INSURANCE AGENCY, INC., an Ohio Corporation, Charter No. 417544, principal location in Cleveland, County of Cuyahoga, incorporated on November 15, 1971, is currently in GOOD STANDING upon the records of this office.*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JAN 26 PM 2:25



WITNESS my hand and official  
seal at Columbus, Ohio this  
11th day of December, A.D., 1995

*Bob Taft*

Bob Taft  
Secretary of State