

F97000006756

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: MODERN SERVICE INSURANCE COMPANY

(Name of corporation - must include suffix)

900002362539--6
-12/04/97--01010--002
*****78.75 *****78.75

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:

Lori M. Trygg

(Name of Person)

Modern Service Insurance Company

(Firm/Company)

Two Pine Tree Drive

(Address)

Arden Hills, MN 55112

(City/State/Zip)

W97-27380
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Lori M. Trygg

(Name of Person)

at (612) 631-4834

(Area Code & Daytime Telephone Number)

12/22

COURIER ADDRESS:

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

MAILING ADDRESS:

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



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 8, 1997

MODERN SERVICE INSURANCE COMPANY
2 PINE TREE DR.
ARDEN HILLS, MN 55112

SUBJECT: MODERN SERVICE INSURANCE COMPANY
Ref. Number: W97000027300

We have received your document for MODERN SERVICE INSURANCE COMPANY and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business in Florida prior to qualification and the appropriate charter tax and annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. Please complete the enclosed form INHSE37 and contact this office for the charter tax due. The amount entitled this office in annual report fees and penalty fees is \$20446.25.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6093.

Freta Lott
Corporate Specialist Supervisor

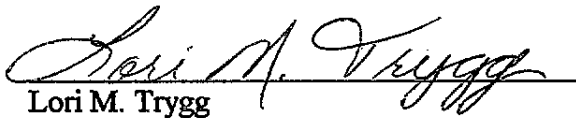
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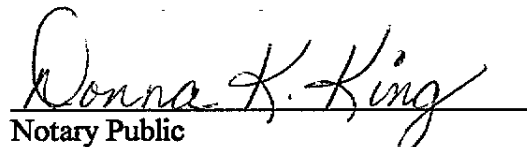
STATE OF MINNESOTA)
) ss.
COUNTY OF RAMSEY)

Lori M. Trygg being first duly sworn on oath states and deposes as follows:

1. I am counsel for Modern Service Insurance Company and have information concerning the "Application by Foreign Corporation for Authorization to Transact Business in Florida".
2. That erroneous information was listed on the "Application by Foreign Corporation for Authorization to Transact Business in Florida", line 6. Modern Service Insurance Company has never transacted business in Florida. Modern is 100% owned by Mutual Service Casualty Insurance Company, and Mutual Service was granted a certificate of authority by the State of Florida in December of 1978. Thus, the date erroneously listed on line 6 of the application refers to the date Mutual Service Casualty Insurance Company first transacted business in Florida.
3. That Modern Service Insurance Company has not begun operations in Florida. The application for authorization to transact business in Florida is part of our preparation to file for a Certificate of Authority from the Department of Insurance as a foreign property and casualty insurer.


Lori M. Trygg

Sworn to and subscribed before me
this 18th day of December,
1997.


Notary Public



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. Modern Service Insurance Company
(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. Minnesota 3. 41-0944224
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 2/6/68 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 12/1/78
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. Two Pine Tree Drive
Arden Hills, MN 55112
(Current mailing address)

8. To write principally personal automobile and homeowners.
(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, 32399-0300
(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.

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TALLAHASSEE, FLORIDA

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: John Blair Shaffer

Address: Shaffer Farms, Inc.

Route 3, Box 157, Pipestone, MN 56164

Vice Chairman: Gasper Kovach, Jr.

Address: 1013 Rollingwoods Lane

Lakeland, FL 33813

Director: John Clark Boatman

Address: 5811 Star Route

Kansas, OH 44841

Director: Burdette Lewis Frew

Address: 7480 S. Highway 163

Columbia, MO 65203

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

President: James F. Van Houten

Address: Two Pine Tree Drive

Arden Hills, MN 55112

Vice President: Robert L. Gaecke

Address: Two Pine Tree Drive

Arden Hills, MN 55112

Secretary: Joseph J. Pingatore

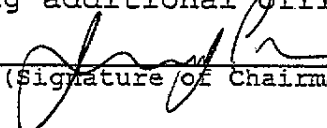
Address: Two Pine Tree Drive

Arden Hills, MN 55112

Treasurer: Stephen L. Rohde

Address: Two Pine Tree Drive, Arden Hills, MN 55112

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

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

14. Joseph J. Pingatore, Vice President, General Counsel & Secretary
(Typed or printed name and capacity of person signing application)

FILED

(CONTINUED)

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)

~~XXXXXXXXXX~~ Donald R. Gilles
Director:
Address: 1033 Auth Street
Durand, WI 54736

~~Vice Chairman~~ Norman T. Jones
Director:
Address: Six London Court
Bloomington, IL 61704

Director: James W. Lenz
Address: 2351 210th Street
Manson, IA 50563

Director: LeRoy K. Peterson
Address: 1918 Wyman Street
New London, WI 54961

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

~~Vice President~~ Richard V. Atkinson
~~President~~
Address: Two Pine Tree Drive
Arden Hills, MN 55112

Vice President: Charles W. Quandt, III
Address: Two Pine Tree Drive
Arden Hills, MN 55112

~~Secretary~~ Alan T. Reiss
Vice President:
Address: Two Pine Tree Drive
Arden Hills, MN 55112

~~Treasurer~~ Gilbert F. Wenzel
Vice President:
Address: Two Pine Tree Drive, Arden Hills, MN 55112

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

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

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

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TALLAHASSEE, FLORIDA
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(CONTINUED)

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:~~ _____ Russell B. Porath _____
Director: _____
Address: _____ 1609 12th Ave NE _____
_____ Watertown, SD 57201 _____

~~Vice Chairman:~~ _____ Dixie Lee Riddle _____
Director: _____
Address: _____ E. 11106 Moffat Road _____
_____ Mead, WA 99021 _____

Director: _____ Philip R. Walker _____
Address: _____ 2603 Airpark Drive _____
_____ Nashville, TN 37206 _____

Director: _____
Address: _____

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

Vice President: _____
~~President:~~ _____ Donald M. Gray _____
Address: _____ Two Pine Tree Drive _____
_____ Arden Hills, MN 55112 _____

Vice President: _____
Address: _____

Secretary: _____
Address: _____

Treasurer: _____
Address: _____

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

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

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

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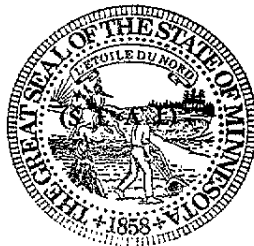


MINNESOTA DEPARTMENT OF COMMERCE

CERTIFICATE OF COMPLIANCE

FILED
97 DEC 19 AM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IT IS HEREBY CERTIFIED THAT Modern Service Insurance Company organized under the laws of the State of Minnesota has complied with all the requirements of the laws of this State applicable to said company and is authorized to issue policies and transact the business of an insurance company for the lines of insurance specified in Minnesota Statutes, Section 60A.06, Subdivision 1, Clause(s): 1 (Fire), 2a (Inland Marine & Ocean Marine), 2b (Personal Property Floater), 3 (Boiler & Machinery), 6 (Fidelity & Surety), 8 (Glass), 9a (Burglary & Theft), 9b (Security & Drafts), 9c (Personal Property Floater for Casualty Companies), 9d (Water Damage), 12 (Automobile), 13 (General Liability), in this State in accordance with the laws thereof, until the first day of June, 1998.



IN WITNESS WHEREOF, I have hereunto set my hand and caused my official seal to be affixed, at the City of St. Paul, this 20th day of November, 1997.

DAVID B. GRUENES
COMMISSIONER OF COMMERCE