



F98000000801

ACCOUNT NO. : 072100000032

REFERENCE : 685778 4728366

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 28, 1998

ORDER TIME : 9:40 AM

ORDER NO. : 685778-045

CUSTOMER NO: 4728366

CUSTOMER: Mr. Joseph Funk  
Kemper  
Legal Dept C-3  
1 Kemper Drive  
Long Grove, IL 600490000

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-02/13/98--01013--001  
\*\*\*1150.00 \*\*\*1150.00

600002424776--3  
-02/09/98--01028--020  
\*\*\*122.50 \*\*\*122.50

W98-2833

FOREIGN FILINGS

NAME: KEMPER REGISTRAR SERVICES,  
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Brenda Phillips

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB -9 AM 8:58

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98 FEB -9 AM 10:51  
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

February 9, 1998

CSC

SUBJECT: KEMPER REGISTRAR SERVICES, INC.  
Ref. Number: W98000002833

**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for KEMPER REGISTRAR SERVICES, INC. and your check(s) totaling \$122.50. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1150.00.

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) 487-6097.

Michael Mays  
Document Specialist

Letter Number: 998A00007249

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
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. Kemper Registrar Services, 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. Delaware 3. 36-4012699  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 13, 1995 5. perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 9-24-1997  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. Plaza One Building, Suite 305  
1 State Highway 12, Flemington, JN 08822-1731  
(Current mailing address)
8. Provides client-oriented quality management assessment services, from pre-assessment through registration and ongoing system surveillance.  
(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: (P.O. Box or Mail Drop Box **NOT** acceptable)  
Name: Corporation Service Company  
Office Address: 1201 Hays Street  
Tallahassee, Florida, 32301  
(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.

By: Karen B. Rozar  
(Registered agent's signature) **Karen B. Rozar, As Its Agent**

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 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: See sheet

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

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

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

Director: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

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

President: See sheet

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

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

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

Secretary: \_\_\_\_\_

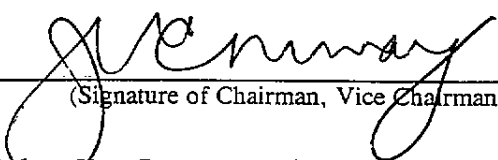
Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

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

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DIVISION OF CORPORATIONS  
98 FEB - 9 AM 8:58

**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. John K. Conway, Corporate Secretary  
(Typed or printed name and capacity of person signing application)

KEMPER REGISTRAR SERVICES, INC.  
CORPORATE OFFICERS AND DIRECTORS

<u>Name</u>	<u>Title</u>	<u>Address</u>
Steve D. Robinson	Chairman & Director	One Kemper Drive Long Grove, IL 60049
Lynn S. Abrahms	President & Director	One Kemper Drive Long Grove, IL 60049
Daniel J. Herdmann	Treasurer	One Kemper Drive Long Grove, IL 60049
John K. Conway	Secretary	One Kemper Drive Long Grove, IL 60049
Elizabeth M. Lindner	Director	One Kemper Drive Long Grove, IL 60049
C. David Sullivan	Director	One Kemper Drive Long Grove, IL 60049

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

## State of Delaware

## Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KEMPER REGISTRAR SERVICES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF FEBRUARY, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB -9 AM 8:59



*Edward J. Freel*

Edward J. Freel, Secretary of State

2493712 8300

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AUTHENTICATION: 8897422

DATE: 02-02-98