

F 980000001354

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Stratton-Cheeseman Management Company
(Name of corporation - must include suffix)

800002442198--6
-02/27/98--01019--001
*****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:

w 98-4448

Jane P. Chorley
(Name of Person)
Stratton-Cheeseman Management Company
(Firm/Company)
P. O. Box 1563
(Address)
East Lansing, MI 48826-1563
(City/State/Zip)

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

Jane Chorley at (517) 351-1994, Ext. 318
(Name of Person) (Area Code & Daytime Telephone Number)

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DIVISION OF CORPORATIONS
98 MAR -9 PM 12:33
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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

p. 10



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 27, 1998

JANE P. CHORLEY
STRATTON-CHEESEMAN MANAGEMENT COMPANY
PO BOX 1563
EAST LANSING, MI 48826-1563

SUBJECT: STRATTON-CHEESEMAN MANAGEMENT COMPANY
Ref. Number: W98000004448

We have received your document for STRATTON-CHEESEMAN MANAGEMENT COMPANY 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 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.)

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please note that a page has been provided for the signature; please complete the highlighted lines 13 and 14.

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 (850) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 698A00011177

STRATTON-CHEESEMAN
Management Company, Inc.

March 3, 1998

Lee Rivers
Document Examiner
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

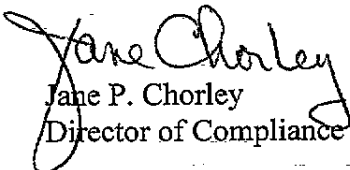
RE: STRATTON-CHEESEMAN MANAGEMENT COMPANY
REF. NO.: W98000004448

Dear Ms. Rivers:

This is a follow-up to your letter dated February 27, 1998, regarding the above captioned subject. Enclosed please find the completed Foreign Corporation document per your instruction.

Should you have any additional inquires regarding this matter, please direct them to my attention at 1-800-968-2334. We apologize for any confusions or delays this may cause and thank you for your assistance in this matter.

Sincerely,


Jane P. Chorley
Director of Compliance

jc

Encs.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 4, 1998

JANE P. CHORLEY
STRATTON-CHEESEMAN MANAGEMENT COMPANY
PO BOX 1563
EAST LANSING, MI 48826-1563

SUBJECT: STRATTON-CHEESEMAN MANAGEMENT COMPANY
Ref. Number: W98000004448

We have received your document for STRATTON-CHEESEMAN MANAGEMENT COMPANY 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 date in line 6 must still be completed. We are returning that page of your application, a copy of our original letter, and a copy of the relevant statutes for your reference.

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 (850) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 698A00011908

STRATTON-CHEESEMAM
Management Company, Inc.

March 9, 1998

Ms. Lee Rivers
Document Examiner
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

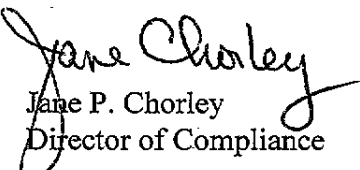
RE: STRATTON-CHEESEMAM MANAGEMENT COMPANY
REF. NO.: W98000004448

Dear Ms. Rivers:

This is a follow-up to your letter dated March 4, 1998, regarding the above captioned subject. Enclosed please find the completed Foreign Corporation document per your instructions.

I again apologize for the delay in completing the Foreign Corporation document and thank you for your patience and assistance in this matter.

Sincerely,



Jane P. Chorley
Director of Compliance

jc

Encs.

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

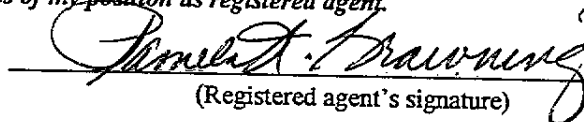
*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Stratton-Cheeseman Management 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. Michigan 3. 38-2083174
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 08/19/75 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. February 18, 1998
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. P. O. Box 1563, East Lansing, MI 48826-1563
(Current mailing address)
8. Management of insurance companies
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
- Name: Pamela N. Browning
- Office Address: 1451 W. Cypress Creek
Ft. Lauderdale, Florida, 33309
(Zip code)

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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.


(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.

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

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

14. Christopher J. Waterson, Vice President Corporate Development
(Typed or printed name and capacity of person signing application)

**STRATTON-CHEESEMAN MANAGEMENT COMPANY
OFFICERS AND BUSINESS ADDRESS**

Name & Address

Title

William B. Cheeseman
1301 N. Hagadorn Road
East Lansing, MI 48823

President & CEO

William J. Gaugier
1301 N. Hagadorn Road
East Lansing, MI 48823

Chief Operating Officer

Kenneth Laing
1301 N. Hagadorn Road
East Lansing, MI 48823

Secretary

Stephen L. Byrnes
1301 N. Hagadorn Road
East Lansing, MI 48823

Chief Marketing Officer

Frank H. Freund
1301 N. Hagadorn Road
East Lansing, MI 48823

Chief Financial Officer

Jon K. Baker
1301 N. Hagadorn Road
East Lansing, MI 48823

Vice President

Morton C. Bell
303 N. Hurstbourne Parkway, Suite 200
Louisville, KY 40222

Vice President

Kevin J. Conley
1301 N. Hagadorn Road
East Lansing, MI 48823

Vice President

Charles M. Fischesser
303 N. Hurstbourne Parkway, Suite 200
Louisville, KY 40222

Vice President

Marion C. Fisher-Pietila
1301 N. Hagadorn Road
East Lansing, MI 48823

Vice President

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Name & Address**Title**

Sandra S. Gould
1301 N. Hagadorn Road
East Lansing, MI 48823

Vice President

Donald Green
255 E. Main St.
Columbus, OH 43215

Vice President

Bernard P. Holicky
NBC Tower, 31st Floor
455 N. Cityfront, Plaza Drive
Chicago, IL 60611

Vice President

Laura A. Kline
1301 N. Hagadorn Road
East Lansing, MI 48823

Vice President

Dennis Medo
6500 City West Parkway, Suite 435
Eden Prairie, MN 55344

Vice President

Robert R. Roehrig
1301 N. Hagadorn Road
East Lansing, MI 48823

Vice President

Paul R. Stuhmer
1301 N. Hagadorn Road
East Lansing, MI 48823

Vice President

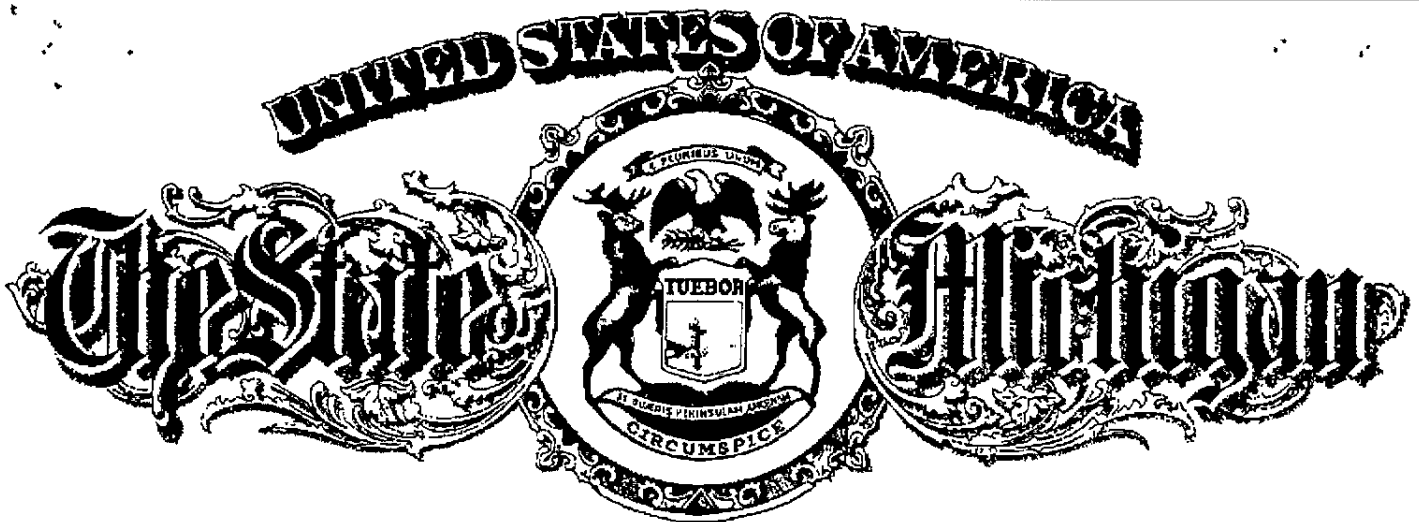
Christopher J. Waterson
1301 N. Hagadorn Road
East Lansing, MI 48823

Vice President

Joe F. Wright
303 N. Hurstbourne Parkway, Suite 200
Louisville, KY 40222

Vice President

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Michigan Department of Consumer and Industry Services

Lansing, Michigan

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This is to Certify That

STRATTON-CHEESEMAN MANAGEMENT COMPANY

was incorporated on August 19, 1975, as a Michigan profit corporation,
and said corporation is in existence under the laws of this State.

This certificate is issued to attest to the fact that the corporation is in good standing
in this office as of this date and is duly authorized to transact business or conduct
affairs in Michigan and for no other purpose. It is in the usual form, made by me
as the proper officer, and is entitled to have full faith and credit given it in every
court and office within the United States.

In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this 19th day
of February, 1998.

Julie Croll

, Director