

F98000002480

April 24, 1998

Household

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

RE: Registration of a Foreign Profit Corporation, Arcadia Insurance Administrators, Inc

To Whom It May Concern:

Enclosed you will find the following documents to register our corporation, Arcadia Insurance Administrators, Inc., in the State of Florida:

1. Transmittal Letter
2. Application by Foreign Corporation for Authorization to transact Business in Florida
3. Certificate of Existence
4. Check # 00560040 in the amount of \$131.25

Please send me a certified certificate of status when you have completed registration. If you have any questions, please feel free to contact me at 248-848-7806.

Very truly yours,



Lisa Petro
Paralegal

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DIVISION OF CORPORATIONS

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TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Arcadia Insurance Administrators, Inc.
(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:

Lisa Petro
(Name of Person)
Arcadia Insurance Administrators, Inc.
(Firm/Company)
32991 Hamilton Blvd., Suite 100
(Address)
Farmington Hills, MI 48334
(City/State/Zip)

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

Lisa Petro at (248) 848-7806
(Name of Person) (Area Code & Daytime Telephone Number)

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

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. Arcadia Insurance Administrators, 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. Delaware (State or country under the law of which it is incorporated) 3. 94-3054027 (FEI number, if applicable)

4. October 26, 1987 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. Once we receive our Authorization to transact business
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 32991 Hamilton Blvd., Suite 100
Farmington Hills, MI 48334
(Current mailing address)

8. ~~Is to engage in any lawful act or activity for which corporations may be~~
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
organized under the general corporation law of the State of Florida

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(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.

Marc A. Gillis
(Registered agent's signature) Marc A. Gillis, Asst VPresident

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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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 ATTACHED

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: SEE ATTACHED

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

14. Deborah Shoop - Director/General Counsel/Secretary
(Typed or printed name and capacity of person signing application)

Paul R. Shay
2700 Sanders Road
Prospect Heights, IL 60070
(847) 564-6712

Secretary

Deborah M. Shoop
32991 Hamilton Court
Farmington Hills, MI 48334
(248) 848-7822

Director/General Counsel/Assistant Secretary

Timothy J. Titus
32991 Hamilton Court, Suite 100
Farmington Hills, MI 48334
(248) 848-7811

Director - Financial Control/Treasurer

Richard S. Winder
2700 Sanders Road
Prospect Heights, IL 60070
(847) 564-5000

Vice President

Lawrence H. Zell
32991 Hamilton Court, Suite 100
Farmington Hills, MI 48334
(248) 848-7712

Vice President

DIRECTORS

Kirk A. Anderson

Ronald L. Bruckert

Jeffrey J. Houtteman

Deborah M. Shoop

Timothy J. Titus

(Addresses Stated Above)

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State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ARCADIA INSURANCE ADMINISTRATORS, 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 SEVENTEENTH DAY OF APRIL, A.D. 1998.

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DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9032432

DATE: 04-17-98