

Consumer Insurance Services of America, Inc.

F98000004288

To: Florida Secretary of State
Qualification/Tax Lien Section
Division of Corporations

From: Michelle A. Yee

Date: July 24, 1998

RE: Application for Certificate of Authority

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-07/27/98--01126--002
*****70.00 *****70.00

Enclosed is an original copy of a Florida Foreign Corporation Qualification Application for **Insurance Technology Services of America, Inc.**, a Massachusetts corporation.

Also enclosed is a check in the total amount of \$70.00 representing the registration fee and a Certificate of Existence from the Commonwealth of Massachusetts.

If there are any questions or concerns, please contact Michelle A. Yee, toll free, at (888) 772-2472, ext. 1623.

Thank you,



Michelle A. Yee
Legal Intern
CISA, Inc.

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DIVISION OF CORPORATIONS
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#3

**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. Insurance Technology Services of America, 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. Massachusetts 3. 04-3314545
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. May 7, 1996 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Has yet to transact business in Florida
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. 100 Cummings Center, Suite 206G

Beverly, MA 01915
(Current mailing address)

To develop software and other products which enable insurance services and policies to be

8. marked and sold by means of the Internet and similar on-line mechanisms.
(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: - 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.

**SALVINA AMENTA-GRAY
SPECIAL ASSISTANT SECRETARY**

Salvina Amenta Gray
(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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98 JUL 27 AM 8:52

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: Brian K. McCarthy

Address: 100 Cummings Center, Suite 206G
Beverly, MA 01915

Vice Chairman: John F. McCarthy, Jr.

Address: 100 Cummings Center, Suite 206 C
Beverly, MA 01915

Director: Kevin J. Seth

Address: 100 Cummings Center, Suite 206 C
Beverly, MA 01915

Director: Donald W. Feddersen

Address: 1000 Winter Street, # 3300
Waltham, MA 02154

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

President: Donald S. Balser

Address: 100 Cummings Center, Suite 206 C
Beverly, MA 01915

Vice President: _____

Address: _____

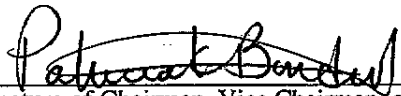
Secretary: Patricia K. Boudrot

Address: 100 Cummings Center, Suite 106G
Beverly, MA 01915

Treasurer: Stuart A. Robbin

Address: 100 Cummings Center, Suite 206G
Beverly, MA 01915

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. Patricia K. Boudrot - Secretary
(Typed or printed name and capacity of person signing application)

**FLORIDA APPLICATION FOR QUALIFICATION
INSURANCE TECHNOLOGY SERVICES OF AMERICA, INC.**

TWELVE: Names and addresses of current directors and officers (continued)

A. DIRECTORS:

Director: John J. Kraska III
Address: 1776 on the Green
67 Park Place
Morristown, NJ 78006

Director: Edgar W. Blanch, Jr.
Address: 415 Highway 46 West
Boerne, TX 78006



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

June 25, 1998

To Whom It May Concern :

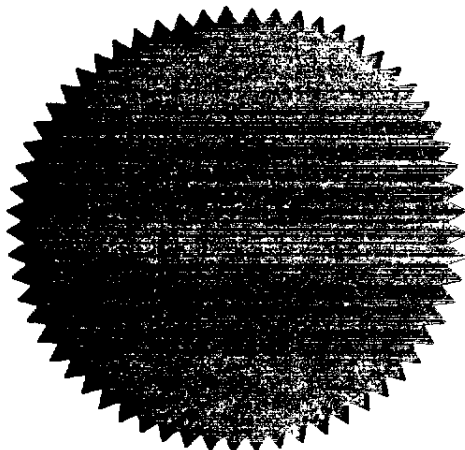
I hereby certify that,

Insurance Technology Services of America, Inc.

appears by records of this office to have been incorporated under the General Laws of this Commonwealth on **May 7, 1996**.

I also certify that so far as appears of record here, said corporation still has legal existence.

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In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

* MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.