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(Requestor's Name)

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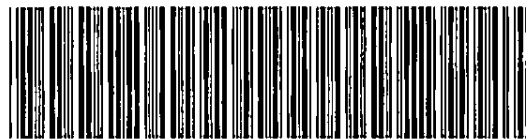
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACT BUSINESS IN FLORIDA

- 1). Nordstern Insurance Company of America  
(Name of corporation adding the word "INCORPORATED", "COMPANY" or "CORPORATION"  
if not so contained in the name at present)
- 2). the State of New York  
(Incorporated Under the Laws of)
- 3). September 17, 1986 4). perpetual  
(Date of Incorporation) (Period of Duration)
- 5). 116 John Street, New York, N.Y. 10038  
(Address of Principal Office)
- 6). INSURANCE COMMISSIONER  
(Name of Florida Registered Agent)
- CAPITOL BUILDING  
(Street Address of Registered Office)
- TALLAHASSEE FLORIDA 32399  
(City) (Zip Code)
- 7). Property & casualty insurance  
(Nature of Business to be Transacted in Florida)
- 8). NAMES OF OFFICERS SPECIFIC ADDRESSES
- (See list attached) (P) \_\_\_\_\_
- (V) \_\_\_\_\_
- (S) \_\_\_\_\_
- (T) \_\_\_\_\_
- NAMES OF DIRECTORS SPECIFIC ADDRESSES
- (See list attached) (D) \_\_\_\_\_
- (D) \_\_\_\_\_
- (D) \_\_\_\_\_
- (D) \_\_\_\_\_

9). Registered Agent Acceptance: I am familiar with and accept the obligations provided for in s. 607.325

Agent Must Sign on this Line

10. There is only one class of common stock consisting of 2500 shares authorized and outstanding with a par value of \$1,000 per share  
[Total Authorized Shares (Itemized by Class, Par Value of Shares, & without Par Value) or a total par value of \$2,500,000.]

11. "VALUE" may be defined in any terms consistent with generally accepted accounting principles.

- A. Estimated Value of all property owned by the Corporation for the coming year, wherever located. \$ \_\_\_\_\_
- B. Estimated Gross amount of business to be transacted by the Corporation for the coming year. \$ \_\_\_\_\_
- C. Estimated Value of all property in Florida owned by the Corporation for the coming year. \$ \_\_\_\_\_
- D. Estimated Gross amount of business to be transacted in Florida by the Corporation during the coming year. \$ \_\_\_\_\_
- E. TOTAL of "A" and "B". \$ \_\_\_\_\_
- F. TOTAL of "C" and "D". \$ \_\_\_\_\_
- G. DIVIDE "F" by "E". \$ \_\_\_\_\_
- H. Corporations with Par Value Stock: Multiply "G" by Total Authorized Shares and their par value. \$ \_\_\_\_\_
- Corporations with No Par Value Stock: Multiply "G" by Total Authorized Shares \$ \_\_\_\_\_

Ruth Freund  
Secretary of ~~Northwestern Insurance Company of America~~

R. B. Bennett  
President or Vice President  
Executive

State Of New York County Of New York  
The foregoing instrument was acknowledged before me this 15th day  
of July, 19 88, By Ruth Freund  
(Name of Officer)

Secretary of Northwestern Insurance Company of America  
(Title of Officer) (Name of Corporation)

A And New York Corporation, on behalf of the Corporation.  
(State or Country)

(Seal)

Notary Public

JAMES M. BENNETT

Notary Public, State of New York  
Exp. 12-31-1992  
Qualified in New York County  
Comm. Exp. 12-31-1992

Names of OfficersSpecific Addresses

Detlef Bierbaum (P)

Bonner Landstrasse 43  
5000 Cologne 50  
West Germany

Axel Beyer (EVP)

8 Myrtledale Road  
Scarsdale, N.Y. 10583

Theodore C. Chu (VP)

50 West 34th Street  
Suite 805  
New York, N.Y. 10001

Thurston J. Millett (VP)

153 Oceanview Road  
East Rockaway, N.Y.

Ruth Freud (S)

7855 Boulevard East  
North Bergen, N.J. 07047

James W. Sternberg (T)

105 N. Spruce  
Ramsey, N.J. 07446Names of DirectorsSpecific Addresses

Detlef Bierbaum

See above

Axel Beyer

See above

Theodore C. Chu

See above

Thurston J. Millett

See above

Claus Kleyboldt

Lindeallee 84  
D5000 Cologne 51  
West Germany

Dr. Stephan Wetzoldt

Wasgenstr. 37  
Berlin (West) 38  
Germany

Harold M. Tract

105 Fir Drive  
East Hills, N.Y. 11576

Marc M. Tract

105 Fir Drive  
East Hills, N.Y. 11576

Stephen M. Kellen

784 Park Avenue  
New York, N.Y. 10021

Sol Kroll

600 Cantitoe St.  
Bedford, N.Y. 10506

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U.S. DEPT OF STATE  
COMMUNICATIONS SECTION

Names of Directors

Claus Dannasch

Alexander T. Ercklentz

Frank J. Spitalny

Peter W. Marx

Specific Addresses

815 Park Avenue  
New York, N.Y.

Hekma Road  
Greenwich, CT

44 Mamaroneck Rd.  
Scarsdale, N.Y. 10583

Krohstr. 4/20  
D-5000 Cologne 51  
West Germany

RECEIVED  
JAN 10 1973  
U.S. DEPT. OF JUSTICE

SHORT CERTIFICATE

STATE OF NEW YORK  
INSURANCE DEPARTMENT

JAMES P. CONCORAN  
SUPERINTENDENT OF INSURANCE

It is hereby certified that the annexed copy of Declaration of Intention and Charter of NORDSTERN INSURANCE COMPANY OF AMERICA, of New York, New York, as filed in this Department on September 17, 1936, with Amendment to date.

has been compared with the original on file in this Department and that it is a correct transcript therefrom and of the whole of said original.



In Witness Whereof, I have hereunto set my hand and affixed the official seal of this Department at the City of Albany, this 4th day of May, 1938.

*James W. Concoran*

Deputy Superintendent of Insurance

CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
NORDSTERN INSURANCE COMPANY OF AMERICA  
UNDER SECTION 805 OF THE BUSINESS CORPORATION LAW

FIRST: The name of this Corporation is  
NORDSTERN INSURANCE COMPANY OF AMERICA

SECOND: The Certificate of Incorporation of this Corporation was filed by the Superintendent of Insurance on the 17th day of September, 1986.

THIRD: The amendment effected by this Certificate of Amendment is as follows:

SECTION NINE of the Certificate of Incorporation dealing with the capitalization of the Corporation is hereby amended and restated to increase the capital of the Corporation by increasing from 1,000 to 2,500 the authorized shares of the Corporation, par value of \$1,000 each, and is to read as follows:

"Section 9. The amount of the authorized capital of this Corporation shall be Two Million Five Hundred Thousand U.S. (\$2,500,000) Dollars and the number of the shares of stock which the Corporation shall have the authority to issue is two thousand five hundred (2,500), all of one class, of the par value of One Thousand U.S. (\$1,000.00) Dollars per share."

STATE OF NEW YORK )  
 ) ss.:  
COUNTY OF NEW YORK )

RUTH FREUD, being duly sworn, deposes and says that she is the Secretary of Nordstern Insurance Company of America, a corporation organized and existing under the laws of the State of New York and having its principal place of business at 116 John Street, New York, New York; that she has custody of the books of the Corporation; and that the foregoing is a full, true and correct copy of the Certificate of Amendment of Certificate of Incorporation unanimously consented to by the Board of Directors on November 6, 1987, and the sole shareholder of the Corporation on November 30, 1987.

IN WITNESS WHEREOF, I have hereunto set my hand and the seal of the said Corporation this 6th day of November, 1987.



[SEAL]

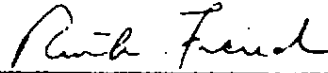
Ruth Freud  
Ruth Freud  
Secretary

Sworn to before me this  
6th day of November, 1987.

Christine M. Cooner  
NOTARY PUBLIC

CHRISTINE M. COONER  
Notary Public, State of New York  
No. 4833079  
Qualified in Bronx County  
Certificate Filed in New York  
Commission Expires Jan. 31, 1990

( The above and foregoing amendment to the Certificate of Incorporation was authorized by unanimous consent of the Board of Directors on November 6, 1987, and by unanimous consent of the shareholder of all outstanding shares entitled to vote, on October 30, 1987.



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Ruth Freud  
Secretary

DECLARATION OF INTENTION AND CHARTER

OF

NORDSTERN INSURANCE COMPANY OF AMERICA

We, the undersigned, all being natural persons at least 18 years of age, a majority of us being citizens and residents of New York or of adjoining states and not less than three of us being residents of the State of New York, do hereby declare our intention to form a stock corporation for the purpose of doing the kinds of insurance business authorized by Paragraphs 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 19, 20, 21, 22 and 24 of Section 1113 of Article 11 of the Insurance Law of the State of New York and the kinds of insurance and reinsurance as defined in Section 4102(c) of the Insurance Law of the State of New York, and for that purpose do adopt the following Charter, to wit:

CHARTER

Section 1. The name of this corporation shall be NORDSTERN INSURANCE COMPANY OF AMERICA.

Section 2. The principal office of this corporation is to be located in the City of New York, County of New York, and State of New York. The corporation may establish and maintain other offices, agencies, or branches outside the State of New York and in any part of the world.

Section 3. This corporation shall be empowered to transact business upon any of the risks specified in Paragraphs 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 19, 20, 21, 22 and 24 of Section 1113 of Article 11 of the Insurance Law of the State of New York and the kinds of insurance and reinsurance as defined in Section 4102(c) of the Insurance Law of the State of New York, as follows:

(3) "Accident and health insurance," means (i) insurance against death or personal injury by accident or by any specified kind or kinds of accident and insurance against sickness, ailment or bodily injury, including insurance providing disability benefits pursuant to article nine of the worker's compensation law, except as specified in subparagraph (ii) hereof; and (ii) Non-cancelable disability insurance meaning insurance against disability resulting from sickness, ailment or bodily injury, (but excluding insurance solely against accidental injury) under any contract which does not give the insurer the option to cancel or otherwise terminate the contract at or after one year from its effective date or renewal date.

(4) "Fire insurance," means insurance against loss of or damage to any property resulting from fire, including loss or damage incident to the extinguishment of a fire or to the salvaging of property in connection therewith.

(5) "Miscellaneous property insurance," means loss of or damage to property resulting from:

(A) lightning, smoke or smudge, wind-storm, tornado, cyclone, earthquake, volcanic eruption, rain, hail, frost and freeze, weather or climatic conditions, excess or deficiency of moisture, flood, the rising of the waters of the ocean or its tributaries;

(B) insects, or blights, or disease of such property except animals;

(C) electrical disturbance causing or concomitant with a fire or an explosion in public service or public utility property;

(D) bombardment, invasion, insurrection, riot, civil war or commotion, military or usurped power, any order of a civil authority made to prevent the spread of a conflagration, epidemic or catastrophe, vandalism or malicious mischief, strike or lockout, collapse from any cause, or explosion; but not including any kind of insurance specified in paragraph nine hereof, except insurance against loss or damage to property resulting from

(i) explosion of pressure vessels (except steam boilers of more than fifteen pounds pressure) in buildings designed and used solely for residential purposes by not more than four families,

(ii) explosion of any kind originating outside of the insured building or outside of the building containing the property insured,

(iii) explosion of pressure vessels which do not contain steam or which are not operated with steam coils or steam jackets, or

(iv) electrical disturbance causing or concomitant with an explosion in public service or public utility property; or

(E) lateral or vertical subsidence of the earth caused by past or present mining operations.

(6) "Water damage insurance," means insurance against loss or damage by water or other fluid or substance to any property resulting from the breakage or leakage of sprinklers, pumps or other apparatus erected for extinguishing fires or of water pipes or other conduits or containers, or

resulting from casual water entering through leaks or openings in buildings or by seepage through building walls, but excluding loss or damage resulting from flood or the rising of the waters of the ocean or its tributaries; and including insurance against accidental injury of such sprinklers, pumps, fire apparatus, conduits or containers.

(7) "Burglary and theft insurance", means

(A) Insurance against loss of or damage to any property resulting from burglary, theft, larceny, robbery, forgery, fraud, vandalism, malicious mischief, confiscation or wrongful conversion, disposal or concealment by any person, or from any attempt thereof;

(B) Insurance against loss of or damage to moneys, coins, bullion, securities, notes, drafts, acceptances or any other valuable papers or documents, resulting from any cause, except while in the custody or possession of and being transported by any carrier for hire or in the mail; and

(C) Insurance of individuals by means of an all-risk type of policy commonly known as the "Personal Property Floater" against any kind and all kinds of loss of or damage to, or loss of use of, any personal property other than merchandise.

(8) "Glass insurance," means insurance against loss of or damage to glass and its appurtenances resulting from any cause.

(9) "Boiler and machinery insurance," means insurance against loss of or damage to any property of the insured, resulting from the explosion of or injury to:

(A) any boiler, heater or other fired pressure vessel;

(B) any unfired pressure vessel;

(C) pipes or containers connected with any of said boilers or vessels;

(D) any engine, turbine, compressor, pump or wheel;

(E) any apparatus generating, transmitting or using electricity; or

(F) any other machinery or apparatus connected with or operated by any such boilers, vessels or machines; and including the incidental power to make inspections of and issue certificates of inspection upon, any such boilers, apparatus, and machinery, whether insured or otherwise.

(10) "Elevator insurance," means insurance against loss of or damage to any property of the insured, resulting from the ownership, maintenance or use of elevators, except loss or damage by fire.

(11) "Animal insurance," means insurance against loss of or damage to any domesticated or wild animal resulting from any cause.

(12) "Collision insurance," means insurance against loss of or damage to any property of the insured resulting from collision of any other object with such property, but excluding collision to or by elevators, or to or by vessels, craft, piers or other instrumentalities of ocean or inland navigation.

(13) "Personal injury liability insurance", means insurance against legal liability of the insured, and against loss, damage or expense incident to a claim of such liability (including the insurer's obligation to pay medical, hospital, surgical and disability benefits to injured persons, and funeral and death benefits to dependents, beneficiaries or personal representatives of persons who are killed, irrespective of legal liability of the insured), arising out of the death or injury of any person, or arising out of injury to the economic interests of any person as the result of negligence in rendering expert, fiduciary or professional service, but excluding any kind of insurance specified in paragraph fifteen except insurance to protect an insured against

liability for indemnification or contribution to a third party held responsible for injury to the insured's employee arising out of and in the course of employment when such insurance is written pursuant to this paragraph and not written pursuant to paragraph fifteen of this subsection hereof.

(14) "Property damage liability insurance," means insurance against legal liability of the insured, and against loss, damage or expense incident to a claim of such liability, arising out of the loss or destruction of, or damage to, the property of any other person, but not including any kind of insurance specified in paragraph thirteen or fifteen hereof.

(15) "Worker's compensation and employers' liability insurance," means insurance against the legal liability, under common law or statute or assumed by contract, of any employer for the death or disablement of, or injury to, his employee, including volunteer firemen's benefit insurance provided pursuant to the volunteer firemen's benefit law.

(16) "Fidelity and surety insurance," means

(A) Guaranteeing the fidelity of persons holding positions of public or private trust;

(B) Becoming surety on, or guaranteeing the performance of, any lawful contract, except (i) mortgage guarantee insurance, which may only be written by an insurer authorized to write such insurance pursuant to Article 65 of this Chapter, or (ii) Any insurance contract except as authorized pursuant to section one thousand one hundred fourteen of this Article;

(C) Becoming surety on, or guaranteeing the performance of, bonds and undertakings required or permitted in all judicial proceedings or otherwise by law allowed, including surety bonds accepted by states and municipal authorities in lieu of deposits as security for the performance of insurance contracts; and

(D) Indemnifying banks, bankers, brokers, financial or monied corporations or associations against loss resulting from any cause of bills of exchange, notes, bonds, securities, evidences of debts, deeds, mortgages, warehouse receipts or other valuable papers, documents, money, precious metals and articles made therefrom, jewelry, watches, necklaces, bracelets, gems, precious and semiprecious stones, including any loss while the same are being transported in armored motor vehicles, or by messenger, but not including any other risks of transportation or navigation; also against loss or damage to such an insured's premises, or to his furnishings, fixtures, equipment, safes and vaults therein, caused by burglary, robbery, theft, vandalism or malicious mischief, or any attempt thereat.

(17) "Credit insurance," means indemnifying merchants or other persons extending credit against loss or damage resulting from the nonpayment of debts owed to them, including the incidental power to acquire and dispose of debts so insured, and to collect any debts owed to such insurer or to any person so insured by him; or indemnifying any person for expenses disbursed or to be disbursed under a contract in connection with the cancellation of a catered affair; or indemnifying any person for tuition expenses disbursed or to be disbursed under a contract in connection with the dismissal or withdrawal of such person from an educational institution; or indemnifying elementary or secondary schools, whether public, private, profit or nonprofit, providing education in consideration of a tuition charge or fee against loss or damage in the event of the nonpayment of the tuition charges or fees of a student or pupil who is dismissed, withdrawn or leaves before the end of the school year for which such insurance is written. An educational institution may not require the person or persons responsible for the payment of a student's or pupil's tuition charge or fee to pay for tuition refund insurance.

(19) "Motor vehicle and aircraft physical damage insurance," means insurance against loss of or damage resulting to motor vehicles or aircraft and their equipment resulting from any cause.

(20) "Marine and inland marine insurance," means insurance against any and all kinds of loss or damage to:

(A) Vessels, hulls, craft, aircraft, cars, automobiles, trailers and vehicles of every kind, and all goods, freights, cargoes, merchandise, effects, disbursements, profits, monies, bullions, precious stones, securities, chooses in action, evidences of debt, valuable papers, bottomry and respondentia interests and all other kinds of property and interests therein in respect to, appertaining to or in connection with any and all risks or perils of navigation, transit, or transportation, including war risks, on or under any seas or other waters, on land or in the air, or while being assembled, packed, crated, baled, compressed or similarly prepared for shipment or while awaiting the same or during any delays, storage, transshipment, or reshipment incident thereto, including marine builder's risks and all personal property floater risks; and

(B) Person or property in connection with or appertaining to a marine, inland marine, transit or transportation insurance, including liability for loss of or damage to either, arising out of or in connection with the construction, repair, operation, maintenance or use of the subject matter of such insurance (but not including life insurance or surety bonds nor insurance against loss by reason of bodily injury to the person arising out of the ownership, maintenance or use of automobiles);

(C) Precious stones, jewels, jewelry, gold, silver and other precious metals, whether used in business or trade or otherwise and whether the same be in course of transportation or otherwise; and

(D) Bridges, tunnels and other instrumentalities of transportation and communication (excluding buildings, their improvements, and betterments, furniture and furnishings, fixed contents and supplies held in storage), including auxiliary facilities and equipment attendant

thereto: piers, wharves, docks and slips, other aids to navigation and transportation, including dry docks and marine railways.

In this Charter "inland marine" insurance shall not include insurance of vessels, crafts, their cargoes, marine builders risks, or other similar risks commonly insured only under ocean marine insurance policies.

(21) "Marine protection and indemnity insurance," means insurance against, or against legal liability of the insured for, loss, damage or expense arising out of, or incident to, the ownership, operation, chartering, maintenance, use, repair or construction of any vessel, craft or instrumentality in use in ocean or inland waterways, including liability of the insured for personal injury, illness or death or for loss of or damage to the property of another person.

(22) "Residual value insurance" meaning insurance issued in connection with a lease or contract which sets forth a specific termination value at the end of the term of the lease or contract for the property covered by such lease or contract, and which insures against loss of economic value of tangible personal property or real property or improvements thereto except loss due to physical damage to property.

(24) "Substantially similar kind of insurance", meaning such insurance which in the opinion of the superintendent is determined to be substantially similar to one of the foregoing kinds of insurance and thereupon for the purposes of this chapter shall be deemed to be included in that kind of insurance."

The corporation shall have full power and authority to make and undertake insurance of any kind now or hereafter permitted to domestic stock property and casualty insurance companies and to have and to exercise all the powers and privileges now or hereafter conferred by the Insurance Law of the State of New York on domestic stock property and casualty insurance companies, including reinsurance of risks of every kind or description

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(except with respect to life insurance, title insurance and contracts for the payment of annuities) and any and all kinds of insurance on risks outside of the United States of America, its territories and possessions (except with respect to life insurance, title insurance and contracts for the payment of annuities) so long as all other applicable requirements of law are met. The power to make and undertake any kind of insurance against loss or damage to property shall include the power to insure all lawful interests in such property and to insure against loss of use and occupancy, rents and profits resulting therefrom, but no kind of insurance shall be deemed to include life insurance or title insurance.

The foregoing enumeration of specific kinds of insurance shall not be held to limit or restrict the powers of the corporation to carry on any other business necessarily or properly incidental to such kinds of insurance.

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The corporation shall have full power and authority to cede reinsurance of any risks taken by it.

Section 4. The mode and manner in which the corporate powers of this corporation shall be exercised are through a board of directors and through such officers and agents as such board shall empower.

Section 5. (a) The number of directors of this corporation shall at no time be less than thirteen and shall not be more than twenty-one.

(b) The bylaws of the corporation shall provide the number of directors necessary to constitute a quorum for the transaction of business.

( Section 6. (a) The directors of the corporation shall be elected at the annual meeting of stockholders of the corporation.

( (b) The annual meeting of the stockholders of the corporation shall be held on the second Thursday in May of each year, or if such day is a holiday, on the next succeeding business day, at the principal office of the corporation or at such other place, within or without New York State, as fixed in the By-Laws, for the purpose of electing directors and for the transaction of such other business as may properly be brought before the meeting. At each annual meeting, each stockholder of record on the books of the corporation shall be entitled to one vote in person or by proxy for each share of stock so held by him or it. Directors shall be chosen and elected by plurality of the whole number of shares voted at the meeting. All directors elected at the annual meeting of the corporation shall take office immediately upon election and shall hold office until the next annual meeting of the shareholders of the corporation and until their successors shall have been duly elected. The holders of common shares by a majority vote at any meeting may remove any director.

( (c) Whenever any vacancies shall occur in the board of directors by death, resignation or removal or otherwise, the stockholders at any regular or special meeting,

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the remaining members of the board, at a meeting called for that purpose, or any regular meeting, may elect a director or directors to fill the vacancy or vacancies thus occasioned, and each director so elected shall hold office for the unexpired term of the director whose place he had taken.

(d) Each director shall be at least eighteen years of age and at all times a majority of the directors of this corporation shall be citizens and residents of the United States, and at least three shall be residents of the State of New York.

(  
(e) The officers of the corporation shall be elected at the annual meeting of the Board of Directors following the annual meeting of stockholders, at any recessed or adjourned annual meeting of such Board of Directors or at any regular or special meeting of the Board of Directors. One person may be elected to any two offices, except the offices of President and Secretary. The corporation may provide in its Bylaws for the creation of offices, the method of election thereto and the filling of vacancies therein.

Section 7. The names and post office residence addresses of the directors who shall serve until the first annual meeting of this corporation are:

|     | <u>Names</u>                | <u>Addresses</u>                                    |
|-----|-----------------------------|-----------------------------------------------------|
| 1.  | Claas Kleyboldt             | Lindenallee 84<br>5000 Koeln 51<br>West Germany     |
| 2.  | Detlef Bierbaum             | Hahnwaldweg 13<br>5000 Koeln 50<br>West Germany     |
| 3.  | Prof. Dr. Stephan Waetzoldt | Wasgenstr. 37<br>1000 Berlin 38<br>West Germany     |
| 4.  | Peter Wolfgang Marx         | Krohstr. 4/20<br>5000 Koeln 51<br>West Germany      |
| 5.  | Axel Beyer                  | Bonner Talweg 65<br>5300 Bonn 1<br>West Germany     |
| 6.  | Alexander T. Ercklentz      | Hekma Road<br>Greenwich, Connecticut 06830          |
| 7.  | Frank J. Spitalny           | 44 Mamaroneck Road<br>Scarsdale, New York 10583     |
| 8.  | Claus Dannasch              | 815 Park Avenue<br>New York, New York 10021         |
| 9.  | Thurston J. Millett         | 153 Oceanview Road<br>East Rockaway, New York 11518 |
| 10. | Theodore C.C. Chu           | 50 West 34th Street<br>New York, New York 10001     |
| 11. | Harold M. Tract             | 105 Fir Drive<br>East Hills, New York 11576         |
| 12. | Soi Kroll                   | 32 Stonewall Lane<br>Mamaroneck, New York 10563     |
| 13. | Marc M. Tract               | 105 Fir Drive<br>East Hills, New York 11576         |

( Section 8. The duration of the corporate existence of this corporation shall be perpetual.

Section 9. The amount of the authorized capital of this corporation shall be One Million U.S. (\$1,000,000) Dollars, and the total number of the shares of stock which the corporation shall have the authority to issue is One Thousand (1,000), all of one class, of the par value of One Thousand U.S. (\$1,000) Dollars per share.

Section 10. The Fiscal Year of the corporation shall be the Calendar Year.

( Section 11. Any person made or threatened to be made a party to an action or proceeding, whether civil or criminal, by reason of the fact that he, his testator or intestate then is or was a director, officer or employee of the corporation, or then serves or has served any other corporation in any capacity at the request of the corporation, shall be indemnified by the corporation against expenses, judgment, fines and amounts paid in settlement to the full extent that officers and directors are permitted to be indemnified by the laws of the State of New York. The provisions of this paragraph shall not adversely affect any right to indemnification which any person may have apart from the provisions of this paragraph.

( Section 12. The corporation may use, in any foreign country in which it does or proposes to do business, a

(  
ation of its name in any language commonly used in such  
foreign country.

*x* *claas kleyboldt*  
CLAAS KLEYBOLDT

*x* *Detlef Bierbach*  
DETLEF BIERBACH

*x* *Stephan Waetzoldt*  
STEPHAN WAETZOLDT

*x* *Peter Wolfgang Marx*  
PETER WOLFGANG MARX

*x* *Axel Heyer*  
AXEL HEYER

*Alexander T. Ercklentz*  
ALEXANDER T. ERCKLENTZ

*Frank J. Spitalny*  
FRANK J. SPITALNY

*Claus Danrasch*  
CLAUS DANRASCH

*Thurston J. Millett*  
THURSTON J. MILLETT

*Theodore C.C. Chu*  
THEODORE C.C. CHU

*Harold M. Tract*  
HAROLD M. TRACT

*Sam Kroll*  
SAM KROLL

*Marc M. Tract*  
MARC M. TRACT

FEDERAL REPUBLIC OF GERMANY)  
CITY OF BONN

SS.:

FEDERAL REPUBLIC OF GERMANY  
LAND RHEINLAND-WESTPHALIA  
CITY OF BONN  
EMBASSY OF THE UNITED STATES OF AMERICA

25

On this 18th day of July, 1986, before me the  
undersigned Lillian P. Mullin, Consul General of the,  
(Full Name)

United States of America duly commissioned (or appointed)  
(Official Title)

and qualified, this day personally appeared CLAAS KLEYBOLET to  
me known and known to me to be one of the individuals described  
in and who executed the foregoing instrument and he duly ac-  
knowledgeed to me that he executed the same.

Witness my hand and official seal.

x Lillian P. Mullin

[SEAL]

LILLIAN P. MULLIN  
CONSUL GENERAL  
UNITED STATES OF AMERICA

FEDERAL REPUBLIC OF GERMANY)  
CITY OF BONN

SS.:

FEDERAL REPUBLIC OF GERMANY  
LAND RHEINLAND-WESTPHALIA  
CITY OF BONN  
EMBASSY OF THE UNITED STATES OF AMERICA

25

On this 18th day of July, 1986, before me the  
undersigned Lillian P. Mullin, Consul General of the,  
(Full Name)

United States of America duly commissioned [or appointed]  
(Official Title)

and qualified, this day personally appeared DETLEF BIERBAUM,  
to me known and known to me to be one of the individuals  
described in and who executed the foregoing instrument and he  
duly acknowledged to me that he executed the same.

Witness my hand and official seal.

x Lillian P. Mullin

[SEAL]

LILLIAN P. MULLIN  
CONSUL GENERAL OF THE  
UNITED STATES OF AMERICA

...FEDERAL REPUBLIC OF GERMANY)  
CITY OF BONN

SS.:

FEDERAL REPUBLIC OF GERMANY  
LAND RHEINLAND-WESTPHALIA  
CITY OF BONN  
EMBASSY OF THE UNITED STATES OF AMERICA

35

On this 18th day of July, 1986, before me the  
undersigned Lillian P. Mullin, Consul General of the  
(Full Name)  
United States of America duly commissioned (or appointed)  
(Official Title)

and qualified, this day personally appeared PROF. DR. STEPHAN  
WAETZOLDT to me known and known to me to be one of the indi-  
viduals described in and who executed the foregoing instrument  
and he duly acknowledged to me that he executed the same.

Witness my hand and official seal.

[SEAL]

x Lillian P. Mullin

LILLIAN P. MULLIN  
CONSUL GENERAL OF THE  
UNITED STATES OF AMERICA

FEDERAL REPUBLIC OF GERMANY)

CITY OF BONN

) SS.:

FEDERAL REPUBLIC OF GERMANY  
LAND AGENCIES/AMERICAN  
CITY OF BONN  
EMBASSY OF THE UNITED STATES OF AMERICA

On this 18th day of July, 1986, before me the  
undersigned Lillian P. Mullin, Consul General of the  
(Full Name)  
United States of America duly commissioned [or appointed]  
(Official Title)

and qualified, this day personally appeared PETER WOLFGANG  
MARX, to me known and known to me to be one of the individuals  
described in and who executed the foregoing instrument and he  
duly acknowledged to me that he executed the same.

Witness my hand and official seal.

(SEAL)

x Lillian P. Mullin  
LILLIAN P. MULLIN  
CONSUL GENERAL OF THE  
UNITED STATES OF AMERICA

(  
FEDERAL REPUBLIC OF GERMANY)

BONN

) SS.:  
)

FEDERAL REPUBLIC OF GERMANY  
MINISTRY OF EXTERNAL AFFAIRS  
OFFICE OF THE  
SECRETARY OF THE BUREAU OF CONSULAR AFFAIRS

25

this 18th day of July, 1986, before me the

signed Lillian P. Mullin, Consul General  
(Full Name)

United States of America duly commissioned (or appointed)  
(Official Title)

qualified, this day personally appeared AXEL BEYER, to me

known to me to be one of the individuals described

and who executed the foregoing instrument and he duly ac-

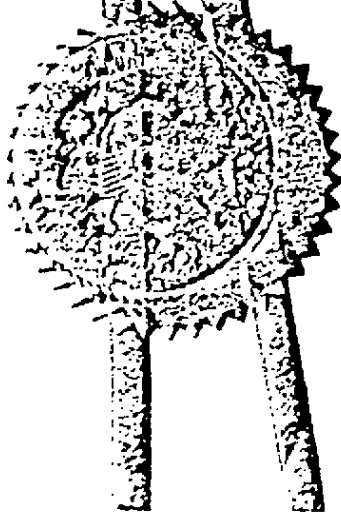
knowledge to me that he executed the same.

Witness my hand and official seal.

x. Lillian P. Mullin

LILLIAN P. MULLIN  
CONSUL GENERAL OF THE  
UNITED STATES OF AMERICA

[ L ]

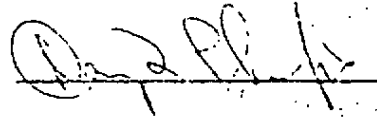


STATE OF CONNECTICUT )

: SS.:

COUNTY OF FAIRFIELD )

On this 5 day of ~~July~~<sup>August</sup>, 1986, before me personally came ALEXANDER T. ERCKLENTZ, to me known and known to me to be one of the individuals described in and who executed the foregoing instrument and he duly acknowledged to me that he executed the same.

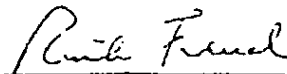


STATE OF NEW YORK )

: SS.:

COUNTY OF WESTCHESTER )

On this 24<sup>th</sup> day of July, 1986, before me personally came FRANK J. SPITALNY, to me known and known to me to be one of the individuals described in and who executed the foregoing instrument and he duly acknowledged to me that he executed the same.



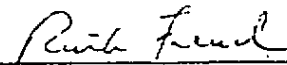
RUTH FREUD  
NOTARY PUBLIC, State of New York  
No. 31-4742334  
Qualified in New York County  
Commission Expires March 30, 1987

STATE OF NEW YORK )

: SS.:

COUNTY OF NEW YORK )

On this 24<sup>th</sup> day of July, 1986, before me personally came CLAUS DANNASCH, to me known and known to me to be one of the individuals described in and who executed the foregoing instrument and he duly acknowledged to me that he executed the same.



RUTH FREUD  
NOTARY PUBLIC, State of New York  
No. 31-4742334  
Qualified in New York County  
Commission Expires March 30, 1987

STATE OF NEW YORK )

: SS.:

COUNTY OF NEW YORK)

On this 24th day of July, 1986, before me personally came THURSTON J. MILLETT, to me known and known to me to be one of the individuals described in and who executed the foregoing instrument and he duly acknowledged to me that he executed the same.

*Ruth Freud*

RUTH FREUD  
NOTARY PUBLIC, State of New York  
No. 31-4742314  
Qualified in New York County  
Commission Expires March 23, 1987

STATE OF NEW YORK )

: SS.:

COUNTY OF NEW YORK)

On this 24th day of July, 1986, before me personally came THEODORE C.C. CHU, to me known and known to me to be one of the individuals described in and who executed the foregoing instrument and he duly acknowledged to me that he executed the same.

*Ruth Freud*

RUTH FREUD  
NOTARY PUBLIC, State of New York  
No. 31-4742314  
Qualified in New York County  
Commission Expires March 23, 1987

STATE OF NEW YORK )

: SS.:

COUNTY OF NEW YORK)

On this 7th day of August 1986, before me personally came HAROLD M. TRACT, to me known and known to me to be one of the individuals described in and who executed the foregoing instrument and he duly acknowledged to me that he executed the same.

*Harold M. Tract*

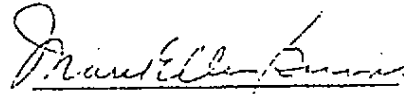
HAROLD M. TRACT  
NOTARY PUBLIC, State of New York  
No. 31-4742314  
Qualified in New York County  
Commission Expires March 23, 1987

STATE OF NEW YORK )

: SS.:

COUNTY OF NEW YORK)

On this 7th day of August, 1986, before me personally came SOL KROLL, to me known and known to me to be one of the individuals described in and who executed the foregoing instrument and he duly acknowledged to me that he executed the same.



MARY ELLEN BURNS  
Notary Public, State of New York  
No. 31-454623  
Qualified in New York County  
Commission Expires March 19, 87

STATE OF NEW YORK )

: SS.:

COUNTY OF NEW YORK)

On this 7th day of August, 1986, before me personally came MARC M. TRACT, to me known and known to me to be one of the individuals described in and who executed the foregoing instrument and he duly acknowledged to me that he executed the same.



MARY ELLEN BURNS  
Notary Public, State of New York  
No. 31-454623  
Qualified in New York County  
Commission Expires March 19, 87

FILE NOW ANNUAL REPORT DELINQUENT AFTER JULY 1ST

CORPORATION

ANNUAL REPORT

1989



DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

Filing Fee of \$35 Required - Make Checks Payable To: Secretary of State

ZIP + 4

P20208 5  
NORDSTERN INSURANCE COMPANY OF AMERICA  
115 JOHN STREET  
NEW YORK, NY 10039-3302

DO NOT WRITE BEYOND THIS SPACE

FILED  
FEB 28 AM 11:19

STATE OF FLORIDA

2. Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient.

Street Address 21

P.O. Box No. 22

City and State 23

Zip Code 24

REMARKS (PRINT OR TYPE) 25  
ENTER REMARKS HERE

3. Date of Last Report 07/26/1988

4. Federal Employer Identification Number (EIN) 13-3368745

5. Date of Last Report

6. Name of Officer or Director

7. Street Address of Office

8. City and State

~~P/D~~ SIEBBAUM, DETLEF  
P.D.

Bonner Landstrasse 43  
~~5000 COLOGNE 50~~

5000 Cologne 50,  
WEST GERMANY

~~V/D~~ BEYER, AXEL  
V/D

~~4 HYDEDALE RD.~~  
111 Soundview Ave.

~~SCARSDALE, NY~~  
White Plains, N. Y.

V/D CHU, THEODORE C.

50.W. 34TH ST., STE.8B5

NEW YORK, NY

V/D MILLETT, THURSTON J.

153 OCEANVIEW RD.

EAST ROCKAWAY, NY

S FREUD, RUTH

7855 BLVD. EAST

N. BERGEN, NJ

T STERNBERG, JAMES W.

105 N. SPRUCE

RAMSEY, NJ

REGISTERED AGENT INFORMATION

INSURANCE COMMISSIONER  
CAPITOL BUILDING  
TALLAHASSEE, FL 32399

9. Name and Address of New Registered Agent

10. Street Address (Do NOT Use P.O. Box Number) #2

11. Street Address (Do NOT Use P.O. Box Number) #1

City and State 34

Zip 35

FL

12. I hereby certify that the information furnished on this report is true and correct to the best of my knowledge and belief, and that I am a duly qualified officer or director of the corporation, partnership, or other entity for which this report is being filed.

13. I hereby certify that the information furnished on this report is true and correct to the best of my knowledge and belief, and that I am a duly qualified officer or director of the corporation, partnership, or other entity for which this report is being filed.

14. I hereby certify that the information furnished on this report is true and correct to the best of my knowledge and belief, and that I am a duly qualified officer or director of the corporation, partnership, or other entity for which this report is being filed.

15. I hereby certify that the information furnished on this report is true and correct to the best of my knowledge and belief, and that I am a duly qualified officer or director of the corporation, partnership, or other entity for which this report is being filed.

*[Signature]*

February 21, 1989

Executive Vice President

(212) 602-9300

Additional Fee  
Required by  
Chapter 633, F.S.

FILE NOW! THIS ANNUAL REPORT WILL BE DELINQUENT AFTER JULY 1ST

FD-302 (Rev. 10-1-80)

CORPORATION  
ANNUAL REPORT  
1990



FLORIDA DEPARTMENT OF STATE  
1000 BANK BUILDING  
TALLAHASSEE, FLORIDA 32399  
BUREAU OF CORPORATIONS

APPROVED  
AND  
FILED

1990 FEB 14 PM 1:23

FLORIDA DEPARTMENT OF STATE

Read Instructions and Instructions on Other Side Before Making Entries  
Filing Fee of \$35 Required — Make Checks Payable To: Secretary of State

1. Name and Address of Corporation (Print Clearly)

P20208 5

ZIP + 4 PRESORT

NORDSTERN INSURANCE COMPANY OF AMERICA  
116 JOHN STREET  
NEW YORK, NY 10038-3302

2. If Address on Block 1 is incorrect, please enter the correct address on this block. P.O. Box number, if any, must be entered on this block. If the address is to be changed only by filing an amendment, enter "N/A".

Street Address 21

P.O. Box No. 22

City and State 23

Zip Code 24

3. If the address is incorrect, please enter the correct address on this block. P.O. Box number, if any, must be entered on this block. If the address is to be changed only by filing an amendment, enter "N/A".

4. Date of Filing of Certificate  
07/26/1988

5. Filing Number  
13-3368745

6. Filing Number Approved  
Filing Number 13-3368745

7. Name and Street Address of Each Officer and Director (Do not use any correction type of card for lower information)

8. Name and Street Address of Each Officer and Director (Do not use any correction type of card for lower information)

|       | Name of Officers and Directors | Address of Officers and Directors | City and State         |
|-------|--------------------------------|-----------------------------------|------------------------|
| P/D   | CPD<br>Bierbaum, Detlef        | BONNER LANDSTRASSE 43             | 5000 COLOGNE 50, W GER |
| E/V/D | BEYER, AXEL                    | 111 SOUNDVIEW AVE.                | WHITE PLAINS, NY       |
| V/D   | CHU, THEODORE C.               | 50 W. 34TH ST., STE. 885          | NEW YORK, NY           |
| V/D   | WILLETT, THURSTON J.           | 153 OCEANVIEW RD.                 | EAST ROCKAWAY, NY      |
| S     | FREUD, RUTH                    | 7855 BLVD. EAST                   | N. BERGEN, NJ          |
| T     | STERNBERG, JAMES W.            | 105 N. SPRUCE                     | RAMSEY, NJ             |

REGISTERED AGENT INFORMATION

INSURANCE COMMISSIONER  
CAPITOL BUILDING  
TALLAHASSEE, FL 32399

9. Name and Address of Each Registered Agent

10. Name and Address of Each Registered Agent

11. Name and Address of Each Registered Agent

12. Name and Address of Each Registered Agent

FL

13. I, the undersigned, being a duly qualified and licensed agent of the State of Florida, do hereby certify that the information furnished herein is true and correct to the best of my knowledge and belief, and that the same is in accordance with the provisions of the laws of the State of Florida, and that the same is in accordance with the provisions of the laws of the State of Florida, and that the same is in accordance with the provisions of the laws of the State of Florida.

14. I, the undersigned, being a duly qualified and licensed agent of the State of Florida, do hereby certify that the information furnished herein is true and correct to the best of my knowledge and belief, and that the same is in accordance with the provisions of the laws of the State of Florida, and that the same is in accordance with the provisions of the laws of the State of Florida, and that the same is in accordance with the provisions of the laws of the State of Florida.

15. I, the undersigned, being a duly qualified and licensed agent of the State of Florida, do hereby certify that the information furnished herein is true and correct to the best of my knowledge and belief, and that the same is in accordance with the provisions of the laws of the State of Florida, and that the same is in accordance with the provisions of the laws of the State of Florida, and that the same is in accordance with the provisions of the laws of the State of Florida.

16. Signature  
A. B. - 16

Executive Vice President

Date  
2/8/1990

35 Dollars Fee  
required by  
Constitution of State

FILE NOW! CORPORATE STATUS WILL BE  
DELINQUENT AFTER JULY 1ST.

CORPORATION  
ANNUAL REPORT  
1991



DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

FEDERAL

CORPORATE  
TALLAHASSEE

FILED

**FILING FEE OF \$61.25 REQUIRED**

DOCUMENT # P20208

(5)

ZIP + 4 PRESORT

MORDSTERN INSURANCE COMPANY OF AMERICA  
116 JOHN STREET  
NEW YORK, NY 10038-3302

DO NOT WRITE IN THIS SPACE

2. If Address in Block 1 is incorrect in any way, enter the correct address below. P.O. Box is acceptable. The NAME of the corporation can be changed only by filing an amendment.

21. Street Address

22. P.O. Box No.

23. City and State

24. Zip Code

If above address is incorrect in any way, enter the correct address in item 2. Include Zip Code

Incorporated or Qualified  
Business in Florida

07/26/1988

4. FEI Number

13-3368745

FEI Number Applied For

5

\$8.75 Additional Fee required  
for a Certificate of Status

FEI Number Not Applicable

CERTIFICATE OF STATUS (FEBRUARY)

| Names of Officers and Directors (Do not use any correction tape or fluid to cover over incorrect information) |                                                                                  |                        |   |
|---------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------|------------------------|---|
| 1                                                                                                             | 2                                                                                | 3                      | 4 |
| Names of Officers and Directors                                                                               | Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers) | City and State         |   |
| P/D BIERBAUM, DETLEF                                                                                          | BONNER LANDSTRASSE 43                                                            | 5000 COLOGNE 50, W GER |   |
| E/V/D BEYER, AXEL                                                                                             | 111 SOUNDVIEW AVE.                                                               | WHITE PLAINS, NY       |   |
| V/D CHU, THEODORE C.                                                                                          | 50 W. 34TH ST., STE. 8B5                                                         | NEW YORK, NY           |   |
| V/D MILLETT, THURSTON J.                                                                                      | 153 OCEANVIEW RD.                                                                | EAST ROCKAWAY, NY      |   |
| S FREUD, RUTH                                                                                                 | 7855 BLVD. EAST                                                                  | N. BERGEN, NJ          |   |
| T STERNBERG, JAMES W.                                                                                         | 105 N. SPRUCE                                                                    | RAMSEY, NJ             |   |

**REGISTERED AGENT INFORMATION**

INSURANCE COMMISSIONER  
CAPITOL BUILDING  
TALLAHASSEE, FL 32399

A. Name and Address of Registered Agent

B. Street Address (Do NOT Use P.O. Box Number)

C. Street Address (Do NOT Use P.O. Box Number)

FL 32399

I, the undersigned, being a resident of the State of Florida, do hereby certify that the above named corporation exists, is organized for the purpose of doing business in the State of Florida, and that the above named corporation is authorized to do business in the State of Florida.

Notary Public for the State of Florida

DATE

I, the undersigned, being a resident of the State of Florida, do hereby certify that the above named corporation exists, is organized for the purpose of doing business in the State of Florida, and that the above named corporation is authorized to do business in the State of Florida.

A. Beyer

DATE 2/1/91

Notary Public

Executive Vice President

212 602-9100

**FILING FEE OF \$61.25 REQUIRED—Make Checks Payable To: Secretary of State** \$8.75 Additional Fee required for a Certificate of Status

P20208



**Nordstern**

Insurance Company of America

Seaport Plaza  
199 Water Street, 8th Floor  
New York, NY 10038  
(212) 412-

September 11, 1991

JK  
9/19/91

RE: New Address  
NORDSTERN INSURANCE COMPANY OF AMERICA  
NAIC Company # 29530  
Federal Employer ID # 13-3368745

Nordstern Insurance Company of America recently moved to a new location. Our new address, telephone number and fax number are

Nordstern Insurance Company of America  
One Seaport Plaza  
199 Water Street - 8th Floor  
New York, NY 10038

Telephone: (212) 412-0700

Fax: (212) 412-0820

Please mark your records to reflect this change.

Very truly yours,

Linda Gross  
State Relations Specialist  
(212) 412-0753

Telephone (212) 412-0700  
Facsimile (212) 412-0820

212 · 412 · 0700

CORPORATION ANNUAL REPORT 1992

NORDSTERN INSURANCE COMPANY OF AMERICA

6. Names and Street Addresses of Each Officer and Director (continued)

| <u>Title</u> | <u>Name</u>          | <u>Street Address</u> | <u>City and State</u> |
|--------------|----------------------|-----------------------|-----------------------|
| P/D          | Wickenkamp, Dr. Rolf | 199 Water Street      | New York, New York    |
| V            | Fitzpatrick, Stephen | 199 Water Street      | New York, New York    |
| D            | Dannasch, Claus      | 199 Water Street      | New York, New York    |
| V            | Ercklentz, Alexander | 199 Water Street      | New York, New York    |
| D            | Kellen, Stephen      | 199 Water Street      | New York, New York    |
| D            | Marx, Peter          | 199 Water Street      | New York, New York    |
| D            | Meis, Volker         | 199 Water Street      | New York, New York    |
| D            | Messer, Thomas       | 199 Water Street      | New York, New York    |
| D            | Spitalny, Frank      | 199 Water Street      | New York, New York    |
| D            | Tract, Marc M.       | 199 Water Street      | New York, New York    |

File Now. Filing Fee after May 1 is \$225.00

CORPORATION  
ANNUAL REPORT  
1993



FLORIDA DEPARTMENT OF STATE  
Jim Smith  
Secretary of State  
DIVISION OF CORPORATIONS

FEB 17 1994

APPROVED  
SEC. OF STATE  
CORPORATIONS DIV.  
TALLAHASSEE, FLA.  
FILED

1. Name and Mailing Address of Corporation DOCUMENT # P20208 (5)

**NORDSTERN INSURANCE COMPANY OF AMERICA**  
1 SEAPORT PLAZA  
199 WATER ST 8TH FLR  
NEW YORK NY 10038

If change mailing address is recorded in any way, use this opportunity to correct information and enter corporation in Block 2

FILING FEE \$200.00 ANNUAL REPORT \$61.25 + \$138.75 CORPORATION SUPPLEMENTAL FEE  
MAKE CHECK PAYABLE TO DEPARTMENT OF STATE

|                          |                  |                                 |                  |
|--------------------------|------------------|---------------------------------|------------------|
| 2. Mailing Address       |                  | 2a. Principal Place of Business |                  |
| 21. Street, Apt. #, etc. | 26. City & State | 27. Subd. Apt. #, etc.          | 28. City & State |
| 22. City & State         | 29. Country      | 23. City & State                | 30. Country      |

|                                                                                                                                                               |                                              |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|
| DO NOT WRITE IN THIS SPACE                                                                                                                                    |                                              |
| 3. Date incorporated or Created<br><b>07/26/1988</b>                                                                                                          | 3a. Date of Last Report<br><b>04/13/1992</b> |
| 4. FEI Number<br><b>133368745</b>                                                                                                                             | 4a. Amount for<br>Tax Applied                |
| 5. Certificate of Status Desired<br><input type="checkbox"/>                                                                                                  | \$8.75                                       |
| 6. Election Campaign Financing<br>Trust Fund Contribution<br><input type="checkbox"/>                                                                         | \$5.00 May Be<br>Added to Fees               |
| 7. Nonprofit with IRS 501(c)(3)<br>Tax Exempt Status<br><input type="checkbox"/>                                                                              | \$138.75 Supplemental<br>Fee Not Required    |
| 8. This corporation has liability for delinquent tax under S. 218.012<br>Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |                                              |

9. Name and Address of Current Registered Agent

**INSURANCE COMMISSIONER**  
**CAPITOL BUILDING**  
**TALLAHASSEE FL 32399**

|                                              |                                                        |
|----------------------------------------------|--------------------------------------------------------|
| 10. Name and Address of New Registered Agent |                                                        |
| 01. Name                                     | 02. Street Address (P.O. Box Number is Not Acceptable) |
| 03. City                                     | 04. State                                              |
| 05. Zip Code                                 | 06. Country                                            |

11. I, the undersigned, in the presence of Section 607.0502 and 607.1908 or Sections 617.0102 and 617.1501, Florida Statutes, the above-named corporation submit this statement to the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was approved by the corporation's board of directors. I hereby accept this appointment as registered agent, I am familiar with, and accept the obligations of Section 617.0505, Florida Statutes.

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_

| 12. OFFICERS AND DIRECTORS                                                  |         | 13. OFFICERS AND DIRECTORS CHANGES                                      |         |
|-----------------------------------------------------------------------------|---------|-------------------------------------------------------------------------|---------|
| NAME                                                                        | ADDRESS | NAME                                                                    | ADDRESS |
| R/D-<br>BIERBAUM, DETLEF<br>DONNER LANDSTRASSE 43<br>5000 COLOGNE 50, W GER |         | D                                                                       |         |
| E/V/D<br>BEYER, ALEX<br>114 GROUNDVIEW AVE.<br>WHITE PLAINS NY              |         | von Frank, Dr. Dietrich<br>525 E. 72nd Street, Apt. 38F<br>New York, NY |         |
| V/D<br>CHU, THEODORE C.<br>50 W. 34TH ST., STE. 8B5<br>NEW YORK NY          |         |                                                                         |         |
| V/D<br>WILLETT, THURSTON J.<br>153 OCEANVIEW RD.<br>EAST ROCKAWAY NY        |         | D                                                                       |         |
| S-<br>FREUD, RUTH<br>7835 BLVD. EAST<br>N. BERDEN NJ                        |         | S/V                                                                     |         |
| T<br>STERNBERG, JAMES W.<br>105 N. SPRUCE<br>RAMSEY NJ                      |         |                                                                         |         |

SIGNATURE   
Dr. Dietrich von Frank Executive Vice President

212-612-0800

CORPORATION ANNUAL REPORT 1993

NORDSTERN INSURANCE COMPANY OF AMERICA

6. Names and Street Addresses of Each Officer and Director (continued)

| <u>Title</u> | <u>Name</u>          | <u>Street Address</u> | <u>City and State</u>   |
|--------------|----------------------|-----------------------|-------------------------|
| P/D/C        | Wickenkamp, Dr. Rolf | Gereonstrasse 43-65   | 5000 Cologne 1, Germany |
| V            | Fitzpatrick, Stephen | 199 Water Street      | New York, New York      |
| D            | Dannasch, Claus      | 199 Water Street      | New York, New York      |
| D            | Ercklentz, Alexander | 59 Wall Street        | New York, New York      |
| D            | Kellen, Stephen      | 45 Broadway           | New York, New York      |
| D            | Marx, Peter          | Gereonstrasse 43-65   | 5000 Cologne 1, Germany |
| D            | Meis, Volker         | Gereonstrasse 43-65   | 5000 Cologne 1, Germany |
| D            | Messer, Thomas       | 680 Park Avenue       | New York, New York      |
| D            | Spitalny, Frank      | 44 Mamaroneck Road    | Scarsdale, New York     |
| D            | Tract, Marc M.       | 500 Fifth Avenue      | New York, New York      |

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

CORPORATION  
ANNUAL REPORT  
1994



THE FLORIDA GOVERNMENTAL STATE  
Jim Smith  
Secretary of State  
DIVISION OF CORPORATIONS

1. Corporation Name  
HORDSTERN INSURANCE COMPANY OF AMERICA

DOCUMENT #  
P20208 (5)

2. Mailing Address

1 SEAPORT PLAZA  
199 WATER STREET - 8TH FLOOR  
NEW YORK NY 10038

Principal Place of Business

1 SEAPORT PLAZA  
199 WATER STREET - 8TH FLOOR  
NEW YORK NY 10038

3. If any, statements are required in any way, file through incorrect information and enter correction below

21. Mailing Address

22. State, Apt. #, etc.

23. City & State

24. Zip

26. Principal Place of Business

27. Suite, Apt. #, etc.

28. City & State

29. Zip

30. Country

3. Date incorporated or Qualified

07/28/1988

3b. Date of Last Report

02/17/1993

4. FIC Number

13-3388745

5. Certificate of Status Desired

\$8.75

6. Taxation (Standard Forming Trust Fund Contribution)

\$5.00 May Be Added to Fees

7. Corporate Exempt from \$158.75 Supplemental Fee

8. The corporation has taken for filing (b) tax under S. 199 (C)

9. No. of Directors

10. No. of Officers

9. Name and Address of Current Registered Agent

INSURANCE COMMISSIONER  
CAPITOL BUILDING  
TALLAHASSEE FL 32399

10. Name and Address of New Registered Agent

81. Name

82. Street Address (P.O. Box Number is Not Acceptable)

83. City

84. Ch

FL

85. Zip Code

11. I, the undersigned, do hereby certify that the above stated information is true and correct to the best of my knowledge and belief, and I am familiar with and accept the obligations of Section 607.0605 or 617.0600, Florida Statutes.

DATE: \_\_\_\_\_

12. OFFICERS AND DIRECTORS

| 12. OFFICERS AND DIRECTORS                                                                                                                                                                                                                                                                                                                                                                                                | 13. CHANGES TO OFFICERS AND DIRECTORS IN 12                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. D<br>BERBAUM, DETLEF<br>BONNER LANDSTRASSE 43<br>5000 COLOGNE 50, W GER<br>-EWO-<br>VON FRANK DR. DIETRICH<br>525 E. 72ND STREET, APT. 38F<br>NEW YORK-NE<br>V/D<br>CHU, THEODORE C.<br>58 W. 94TH ST., CTE-885<br>NEW YORK NY<br>-D-<br>MILLET, THURSTON J.<br>150 OCEANVIEW RD.<br>EAST ROCKAWAY NY<br>SV<br>FREUD, RUTH<br>7855 BLVD. EAST<br>N. BERGEN NJ<br>T<br>STERBERG, JAMES W.<br>100 N. SPRUCE<br>RAMSEY NJ | 1. NAME<br>12 NAME<br>13 STREET ADDRESS<br>14 CITY & STATE<br>15 ZIP<br>16 P/D<br>17 NAME<br>18 STREET ADDRESS<br>19 CITY & STATE<br>20 ZIP<br>21 NAME<br>22 STREET ADDRESS<br>23 CITY & STATE<br>24 ZIP<br>25 NAME<br>26 STREET ADDRESS<br>27 CITY & STATE<br>28 ZIP<br>29 NAME<br>30 STREET ADDRESS<br>31 CITY & STATE<br>32 ZIP<br>33 NAME<br>34 STREET ADDRESS<br>35 CITY & STATE<br>36 ZIP<br>37 NAME<br>38 STREET ADDRESS<br>39 CITY & STATE<br>40 ZIP<br>41 NAME<br>42 STREET ADDRESS<br>43 CITY & STATE<br>44 ZIP<br>45 NAME<br>46 STREET ADDRESS<br>47 CITY & STATE<br>48 ZIP<br>49 NAME<br>50 STREET ADDRESS<br>51 CITY & STATE<br>52 ZIP<br>53 NAME<br>54 STREET ADDRESS<br>55 CITY & STATE<br>56 ZIP<br>57 NAME<br>58 STREET ADDRESS<br>59 CITY & STATE<br>60 ZIP<br>61 NAME<br>62 STREET ADDRESS<br>63 CITY & STATE<br>64 ZIP<br>65 NAME<br>66 STREET ADDRESS<br>67 CITY & STATE<br>68 ZIP<br>69 NAME<br>70 STREET ADDRESS<br>71 CITY & STATE<br>72 ZIP<br>73 NAME<br>74 STREET ADDRESS<br>75 CITY & STATE<br>76 ZIP<br>77 NAME<br>78 STREET ADDRESS<br>79 CITY & STATE<br>80 ZIP<br>81 NAME<br>82 STREET ADDRESS<br>83 CITY & STATE<br>84 ZIP<br>85 NAME<br>86 STREET ADDRESS<br>87 CITY & STATE<br>88 ZIP<br>89 NAME<br>90 STREET ADDRESS<br>91 CITY & STATE<br>92 ZIP<br>93 NAME<br>94 STREET ADDRESS<br>95 CITY & STATE<br>96 ZIP<br>97 NAME<br>98 STREET ADDRESS<br>99 CITY & STATE<br>100 ZIP |
|                                                                                                                                                                                                                                                                                                                                                                                                                           | 127 E. 30th Street, #5B                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
|                                                                                                                                                                                                                                                                                                                                                                                                                           | Mueller, Ralf<br>22 W. 15th Street<br>New York, NY                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |

14. I, the undersigned, do hereby certify that the above stated information is true and correct to the best of my knowledge and belief, and I am familiar with and accept the obligations of Section 607.0605 or 617.0600, Florida Statutes.

SIGNATURE: *Ruth Freud* 4/6/94