

F98000003195

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

SUBJECT: Quadrant Indemnity Company
(Name of corporation - must include suffix)

3195

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:

W98-8853

Joyce A. Emery
(Name of Person)
D'Amato & Lynch
(Firm/Company)
70 Pine Street
(Address)
New York, NY 10270-0110
(City, State and Zip Code)

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W/6/5

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98 JUN -5 PM 2:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

Joyce A. Emery at (212) 269 -0927 ext. 271
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

D'AMATO & LYNCH
LAWYERS

70 PINE STREET
NEW YORK, N.Y. 10270-0110

TELEPHONE 212/269-0927
CABLE ADDRESS
DAMCOSH
TELEX 960085 DCOS UI NYK
TELECOPIER: 269-3559

GEORGE G. D'AMATO
LUKE D. LYNCH
KENNETH A. SAGAT
LUKE D. LYNCH, JR.
ROBERT E. KUSHNER
RICHARD GEORGE
ROBERT M. MAKLA
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SHARI LICHTMAN
AMY C. WEINREICH
INGRID A. SMITH

VIA FEDERAL EXPRESS

April 17, 1998

Qualification/Tax Lien Section
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: Quadrant Indemnity Company (the "Company")

Gentlemen:

Enclosed you will find an Application by Foreign Corporation for Authorization to Transact Business in Florida along with a completed Transmittal Letter. An original certified copy of the Company's Articles of Incorporation are enclosed with this application.

Would you also please issue a certified copy of a Certificate of Status.

A check in the amount of \$122.50 for the required registration fee (\$70.00) and issuance of certified Certificate of Status (\$52.50) is enclosed as well.

Very truly yours,



Joyce A. Emery
Licensing and Compliance

COUNSEL

ROBERT GILROY
RICHARD G. MCGAHREN
PETER J. THUMSER
CHARLES BRAMHAM
ALBERT B. LEWIS
JOHN J. CULLEN
CHARLES H. WITHERWAX
JAMES M. GONDON



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 21, 1998

JOYCE A. EMERY
D'AMATO & LYNCH
70 PINE STREET
NEW YORK, NY 10270-0110

SUBJECT: QUADRANT INDEMNITY COMPANY
Ref. Number: W98000008853

We have received your document for QUADRANT INDEMNITY COMPANY and your check(s) totaling \$122.50. 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.)

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please note that we are returning your certified copy of articles, as it is not the same as the certificate of existence we require.

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 Specialist

Letter Number: 598A00021354

D'AMATO & LYNCH

LAWYERS

70 PINE STREET

NEW YORK, N.Y. 10270-0110

TELEPHONE 212/269-0927

CABLE ADDRESS

DAMCOSH

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VIA FEDERAL EXPRESS

June 4, 1998

Mr. Lee Rivers
Document Specialist
Qualification/Tax Lien Section
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: Quadrant Indemnity Company
Your Letter No. 598A00021354

Dear Mr. Rivers:

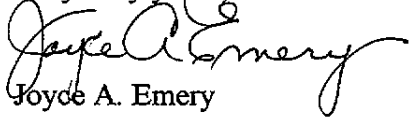
Thank you for your letter of April 21 regarding our application for authorization for Quadrant Indemnity Company to transact business in Florida.

I now return the application, with the words "Upon qualification" added on item No. 6; further, I also enclose an original certificate of legal existence from the Secretary of State of the State of Connecticut.

Finally, in accordance with your instruction, a copy of your April 21 letter is also enclosed.

Thank you for your assistance with our application, and if there is anything else you need, please let me know and we will be happy to comply.

Very truly yours,



Joyce A. Emery
Licensing and Compliance

COUNSEL

ROBERT GILROY
RICHARD G. MCGAHREN
PETER J. THUMSER
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ALBERT B. LEWIS
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CHARLES H. WITHERWAX
JAMES M. CONDON

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. Quadrant Indemnity 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. Connecticut (State or country under the law of which it is incorporated)
3. 06-1481194 (FEI number, if applicable)

4. April 21, 1997 (Date of Incorporation)
5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification (Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 82 Hopmeadow Street
Simsbury, CT 06070-7683
(Current mailing address)

8. To carry out business with the powers granted by Connecticut General Statutes, and specifically for the purpose to write property and casualty business.
(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:

Name: Insurance Commissioner

Office Address: Capitol

Tallahassee, Florida, 32399-0300
(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.

Insurance Commissioner
(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.

FILED
98 JUN -5 PM 2:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

COMPANY NAME: Quadrant Indemnity Company

Attachment to Question 12.
Names and addresses of directors and officers.

DIRECTORS

Gary Gideon Benanav
20 Northmoor Road
West Hartford, CT 06117

Barbara Gloria Cohen
208 S. LaSalle
Chicago, IL 60604

John Griffith Crosby
25 Cross Gates Road
Madison, NJ 07940

Robert Victor Deutsch
82 Hopmeadow Street
Simsbury, CT 06070-7683

Patrick Andre Gerschel
720 5th Avenue
New York, NY 10019

Peter Goldberg
1900 Alameda De Las Pulgas
San Mateo, CA 94403

Robert Henry Kullas
82 Hopmeadow Street
Simsbury, CT 06070-

Michael Dennis Rice
123 N. Wacker Drive
Chicago, IL

Joseph Denny Sargent
City Place II
Asylum Street
Hartford, CT 06103

Stephen Jay Sills
82 Hopmeadow Street
Simsbury, CT 06070-7683

Irving Benjamin Yoskowitz
United Technologies Building
Hartford, CT 06101

SECRETARY OF STATE
TALLAHASSEE FLORIDA

98 JUN -5 PM 2:48

FILED

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA

COMPANY NAME: Quadrant Indemnity Company

Attachment to Question 12.
Names and addresses of directors and officers.

OFFICERS

Robert Henry Kullas
Co-Chairman
82 Hopmeadow Street
Simsbury, CT 06070-7683

Stephen Jay Sills
Co-Chairman
82 Hopmeadow Street
Simsbury, CT 06070-7683

Robert Victor Deutsch
President
82 Hopmeadow Street
Simsbury, CT 06070-7683

Anthony John Falkowski
Vice President
82 Hopmeadow Street
Simsbury, CT 06070-7683

John Francis Kearney
Vice President
82 Hopmeadow Street
Simsbury, CT 06070-7683

David Bruce Lapin
Vice President
82 Hopmeadow Street
Simsbury, CT 06070-7683

Mark Ira Rosen
Vice President
82 Hopmeadow Street
Simsbury, C 06070-7683

Raymond Wahl
Vice President
82 Hopmeadow Street
Simsbury, CT 06070-7683

Jeffrey Howard Koenig
Vice President & Treasurer
82 Hopmeadow Street
Simsbury, CT 06070-7683

James Anthony FitzPatrick Jr.
Secretary
1301 Avenue of the Americas
New York, NY 10019

Timothy Joseph Curry
Assistant Secretary
82 Hopmeadow Street
Simsbury, CT 06070-7683

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office of the Secretary of the State of Connecticut

I, the Secretary of the State of Connecticut, and keeper of the seal thereof,
DO HEREBY CERTIFY, that the Certificate of Incorporation of

VULCAN INDEMNITY COMPANY

a STOCK corporation under the Connecticut General Statutes was filed in this office on
April 21, 1997 with an effective date of April 21, 1997 and an effective time of 3:12 PM. The
following comprises a list of documents filed in this office as of the date of this certificate:

DOCUMENT:

ORGANIZATION & FIRST REPORT

File Date: August 20, 1997
Effective Date: August 20, 1997
Effective Time: 12:57 PM

CERTIFICATE OF AMENDMENT

amending the name to:

QUADRANT INDEMNITY COMPANY

File Date: September 26, 1997
Effective Date: September 26, 1997
Effective Time: 10:42 AM

ANNUAL REPORT

File Date: April 20, 1998
Effective Date: April 20, 1998
Effective Time: 8:30 AM

FILED
98 JUN -5 PM 2:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Insofar as the records of this office reveal, the corporation is in existence.



Secretary of the State

Date Issued: May 26, 1998