

State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY
OF
NEWMARKETS INSURANCE AGENCY, INC.**

File Number C 137025

I PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: January 5, 2001



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sally Leloyd*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho:

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is NewMarkets Insurance Agency, Inc.
2. The name which it shall use in Idaho is same
3. It is incorporated under the laws of Delaware
4. Its date of incorporation is 7/6/1999
5. The address of its principal office is 1601 Chestnut Street, Philadelphia,
PA 19103
6. The address to which correspondence should be addressed, if different from item 5, is Same
7. The street address of its registered office in Idaho is c/o CT Corporation System, 300 North 6th Street, Boise,
Idaho 83702, and its registered agent in Idaho at that address is CT Corporation System
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>See attached</u>		

Dated: 1/2/01

NewMarkets Insurance Agency, Inc.
(Corporation name)

By George D. Mulligan
George D. Mulligan

Its Secretary
(specify capacity of signer)

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

IDAHO SECRETARY OF STATE

01/05/2001 09:00
CK: 134060007 CT: 15010 BH: 370910

1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C 137025

FILED/EFFECTIVE

10. 10 30 AM 68 01 5

Corporate Profile System
Director Business Address List
As of -12/18/2000

NEWMARKETS INSURANCE AGENCY, INC.

Name, SSN, & Title	Business Address		
BARBARA TINGEN BARNES MEMBER OF BOARD OF DIRECTORS	2809 S. LYNNHAVEN ROAD, ST. 250 VIRGINIA BEACH	VA	23452
ROBERT JOSEPH GAFFNEY MEMBER OF BOARD OF DIRECTORS	1601 CHESTNUT STREET PHILADELPHIA	PA	19103
LOUIS FRANCIS IACOVELLI MEMBER OF BOARD OF DIRECTORS	1601 CHESTNUT STREET PHILADELPHIA	PA	19103

Corporate Profile System
Officer Business Address List
As of - 12/18/2000

NEW MARKETS INSURANCE AGENCY, INC.

Name, SSN, & Title	Business Address		
LOUIS FRANCIS IACOVELLI [REDACTED] PRESIDENT	1601 CHESTNUT STREET PHILADELPHIA	PA	19103
BARBARA TINGEN BARNES [REDACTED] EXECUTIVE VICE PRESIDENT	2809 S. LYNNHAVEN ROAD, ST. 250 VIRGINIA BEACH	VA	23452
CAROLYN TUTHILL BEDICS [REDACTED] EXECUTIVE VICE PRESIDENT	1601 CHESTNUT STREET PHILADELPHIA	PA	19103
KENNETH RAY GARRETT [REDACTED] VICE PRESIDENT TREASURER	TWO LIBERTY PLACE 1601 CHESTNUT STREET PHILADELPHIA	PA	19103
THOMAS MORGAN GOWER [REDACTED] VICE PRESIDENT	2809 SOUTH LYNNHAVEN ROAD, STE. 250 VIRGINIA BEACH	VA	23452
DENISE ROYSTON [REDACTED] VICE PRESIDENT	2809 SOUTH LYNNHAVEN ROAD, STE. 250 VIRGINIA BEACH	VA	23452

Corporate Profile System
Officer Business Address List
As of - 12/18/2000

NEWMARKETS INSURANCE AGENCY, INC.

Name, SSN, & Title

JOSEPH STAGLIANO

VICE PRESIDENT

ASSISTANT CONTROLLER

Business Address

1601 CHESTNUT STREET

PHILADELPHIA

PA

19103

BRIAN THOMAS WHOOLEY

VICE PRESIDENT

1601 CHESTNUT STREET

PHILADELPHIA

PA

19103

LESLIE HOWARD YESNER

VICE PRESIDENT

CONTROLLER

1601 CHESTNUT STREET

PHILADELPHIA

PA

19103

ANTHONY JOSEPH FRANCOLINO

ASSISTANT VICE PRESIDENT

ASSISTANT CONTROLLER

1601 CHESTNUT STREET

PHILADELPHIA

PA

19103

GEORGE DENNIS MULLIGAN

SECRETARY

1601 CHESTNUT STREET

PHILADELPHIA

PA

19103

DAVID BRENT CORWIN

ASSISTANT SECRETARY

1601 CHESTNUT STREET

PHILADELPHIA

PA

19103

Corporate Profile System
Officer Business Address List
As of - 12/18/2000

NEWMARKETS INSURANCE AGENCY, INC.

Name, SSN, & Title	Business Address	
KATHLEEN SUNDSTROND WHITTAKER [REDACTED] ASSISTANT SECRETARY	1601 CHESTNUT STREET PHILADELPHIA	19103
BARBARA A NEARY [REDACTED] ASSISTANT TREASURER	1601 CHESTNUT STREET PHILADELPHIA	PA 19103
MICHAEL ANGELO WILLIAMS [REDACTED] ASSISTANT TREASURER	1601 CHESTNUT STREET PHILADELPHIA	19103

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NEWMARKETS INSURANCE AGENCY, 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 THIRD DAY OF JANUARY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0890317

010003179

DATE: 01-03-01