

State of Idaho

Office of the Secretary of State

CERTIFICATE OF AUTHORITY OF

GLENLAKE INSURANCE AGENCY, INC.

File number C 130127

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority to transact business in this State, duly executed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are 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 attach hereto a duplicate of the Application for such Certificate.

Dated: August 19, 1999



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sonya Herald*

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:

AUG 19 12 53 PM '99

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the corporation is Glenlake Insurance Agency, Inc.
2. The name which it shall use in Idaho is _____
3. It is incorporated under the laws of Delaware
4. Its date of incorporation is 7/29/98
5. The address of its principal office is 55 Glenlake Parkway NE, Atlanta, Georgia 30328
6. The address to which correspondence should be addressed, if different than item 5, is _____
7. The street address of its registered office in Idaho is 300 North 6th Street, Boise, Idaho, 83701
_____, and its registered agent in Idaho at that address is C T Corporation System
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
See attached list of directors and officers	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: _____

Glenlake Insurance Agency, Inc.

(Corporation name)

By

William C. Hitchcox

William C. Hitchcox

Its

President

(specify capacity of signer)

Customer Acct #:

IDAHO SECRETARY OF STATE

(If using pre-paid account)

08/19/99 09:00
CK: 101090257 CT: 69776 IN: 243415

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

C 130127

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GLENLAKE INSURANCE AGENCY, INC.

UPS Capital Corporation
100% Stockholder
55 Glenlake Pkwy. N.E.
Atlanta, GA 30328

Robert J. Bernabucci
Director
625 Kensington Farms Dr.
Alpharetta, GA 30004
SS # 049-44-2217
D.O.B. 11/17/51

Catherine B. Harrison
Secretary
421 Superior Ave.
Decatur, GA 30030
SS # 230-74-5301
D.O.B. 3/9/62

John J. Beystehner
Director
1023 Cherbury Ln.
Alpharetta, GA 30022
SS # 327-42-6438
D.O.B. 11/7/51

Thomas W. Delbrook
Director
1518 Maplewood Ct.
Woodstock, GA 30188
SS # 162-54-0063
D.O.B. 1/7/66

William C. Hitchcox
President & Director
570 Valley Hall Dr.
Atlanta, GA 30350
SS # 414-08-4761
D.O.B. 12/11/58

L. David Mounts
Vice Pres., Treasurer & Director
3925 River Landing Way
Atlanta, GA 30350
SS # 530-62-4222
D.O.B. 8/30/63

Maurice M. Agresta
Asst. Secy & Asst. Treas.
10265 Brier Mill Ct.
Alpharetta, GA 30022
SS # 146-56-9690
D.O.B. 9/28/54

Eugene A Pica
Asst. Secy & Asst. Treas.
402 Ranger Passage
Alpharetta, GA 30005
SS # 119-44-2937
D.O.B. 2/12/52

Business Address for All:

55 Glenlake Pkwy. N.E.
Atlanta, GA 30328

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GLENLAKE 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 EIGHTEENTH DAY OF AUGUST, A.D. 1999.

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.



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

Edward J. Freel, Secretary of State

AUTHENTICATION:

9927811

DATE:

08-18-99