



CERTIFICATE OF AUTHORITY  
OF

**SENTINEL AGENCY SYSTEMS, INC.**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **SENTINEL AGENCY SYSTEMS, INC.**

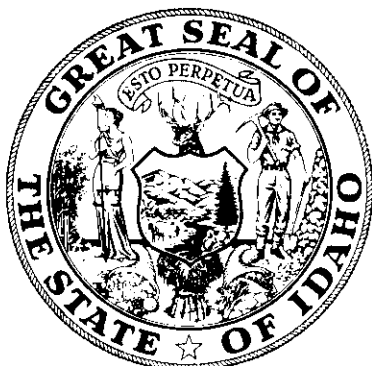
\_\_\_\_\_ for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to **SENTINEL AGENCY SYSTEMS, INC.**

to transact business in this State under the name **SENTINEL AGENCY SYSTEMS, INC.**

\_\_\_\_\_ and attach hereto a duplicate original of the Application for such Certificate.

Dated **May 20, 1983**



*Pete T. Cenarrusa*

SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

## APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits:

1. The name of the corporation is Sentinel Agency Systems, Inc.
2. \*The name which it shall use in Idaho is Sentinel Agency Systems, Inc.
3. It is incorporated under the laws of the state of Oregon.
4. The date of its incorporation is March 13, 1981 and the period of its duration is UNLIMITED - PERPETUAL.
5. The address of its principal office in the state or country under the laws of which it is incorporated is 397 N. State Street, Lake Oswego, Oregon 97034.
6. The street address of its proposed registered office in Idaho is No office is proposed  
249 DAVIS AVE., Nampa, IDAHO 83651  
at this time or contemplated at this time, and the name of its proposed registered agent in Idaho at that address is MRS. HENRY BIERMAN (SANDRA BIERMAN)
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:  
Sale of computer time share services to independent insurance agents.  
Sale of computer terminals and ancillary equipment.
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Keith N. Simmons</u>	<u>President</u>	<u>14112 S. Mueller Rd, Oregon City, OR 97045</u>
<u>Richard C. Florey</u>	<u>V.P. Marketing</u>	<u>4443 SW Coronado, Portland, OR 97221</u>
<u>Larry N. Ward</u>	<u>V.P. Data Processing and Sec-Treasurer</u>	<u>6240 SW 45th, Portland, OR 97219</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>1000</u>	<u>Common</u>	<u>1.00 Par Value Per Share</u>
_____	_____	_____
_____	_____	_____

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
1000	Common	1.00 Par Value Per Share

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated March 16, 19 83.

Sentinel Agency Systems, Inc.  
By Richard C. Florey  
Its Vice President  
and Amy Jo Giese  
Its Vice President and Secretary

STATE OF Oregon )  
COUNTY OF Clackamas ) ss:

I, Amy Jo Giese, a notary public, do hereby certify that on this 14<sup>th</sup> day of April, 19 83, personally appeared before me Richard CHARLES FLOREY, who being by me first duly sworn, declared that he is the VICE PRESIDENT of SENTINEL AGENCY SYSTEMS, INC.

that he signed the foregoing document as VICE PRESIDENT of the corporation and that the statements therein contained are true.

Amy Jo Giese  
Notary Public  
*my commission expires 5-23-86*

\*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.



## Department of Commerce Corporation Division

I, **Frank J. Healy**, Corporation Commissioner and Custodian of the Seal of the Corporation Division of the Department of Commerce of the State of Oregon, DO HEREBY CERTIFY:

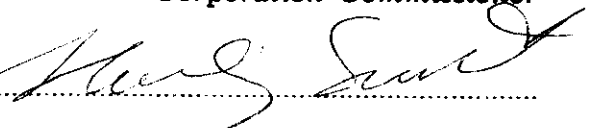
That I have carefully compared the annexed copy of the Articles of Incorporation of  
..... SENTINEL AGENCY SYSTEMS, INC. ....  
with the original thereof now on file in my office; that the same is a correct transcript therefrom and of the whole thereof; that there are no amendments to said Articles of Incorporation on file in this office; that this authentication is in due form and by the proper officer; and

I FURTHER CERTIFY that the above corporation is, at the date of this certificate, duly authorized to transact business within this state and is in good standing as a subsisting corporation, having filed all reports and made all payments to this office that are required by the laws of this state.

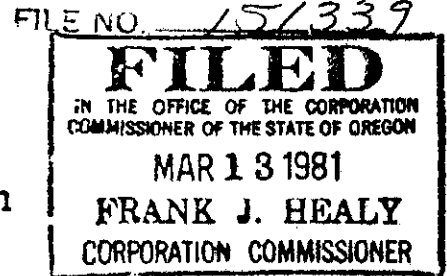
In Testimony Whereof, I have hereunto set my hand and  
affixed hereto the seal of the Corporation Division of  
the Department of Commerce of the State of Oregon  
this 12th day of May, 1983 .



**Frank J. Healy**  
Corporation Commissioner

By 

One or more natural persons of the age of 18 years or more may incorporate a business corporation by signing, verifying and delivering Articles of Incorporation in duplicate to the Corporation Commissioner. The procedure for the formation of business corporations is set forth in ORS 57.306 through 57.331. See ORS 57.311 for the content of Articles of Incorporation.



## Articles of Incorporation

The undersigned natural person(s) of the age of eighteen years or more, acting as incorporators under the Oregon Business Corporation Act, adopt the following Articles of Incorporation:

ARTICLE I The name of this corporation is Sentinel Agency Systems, Inc.

(The corporate name must contain the word "Corporation", "Company", "Incorporated" or "Limited" or an abbreviation of one of such words.)

and its duration shall be perpetual

ARTICLE II The purpose or purposes for which the corporation is organized are:

Computer services and any activity for which corporations may be organized under ORS Chapter 57.

(It is not necessary to set forth in the Articles any of the corporate powers enumerated in ORS 57.030 and 57.035. It is sufficient to state, either alone or with other purposes, "That the corporation may engage in any lawful activity for which corporations may be organized under ORS Chapter 57"; however, it is desirable to state the primary purpose of the corporation in conjunction with such statement.)

ARTICLE III The aggregate number of shares which the corporation shall have authority to issue is

5,000 shares \$1.00 par value common stock

(Insert statement as to par value of such shares or a statement that all of such shares are to be without par value. If there is more than one class of stock, insert a statement as to the preference, limitations and relative rights of each class.)

ARTICLE IV The address of the initial registered office of the corporation is 1330 Bank of  
California Tower, Portland, Oregon 97205

(Street and Number)

(NOTE—A P.O. Box No. is not acceptable)

(City and State)

(Zip Code)

and the name of its initial registered agent at such address is Lee Davis Kell

ARTICLE V The number of directors constituting the initial board of directors of the corporation is one, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>Name</u>	<u>Address</u>
	(NOTE: A P.O. BOX NUMBER IS NOT ACCEPTABLE) (Street and Number) (City and State) (Zip)
Lee Davis Kell	1330 Bank of California Tower
	Portland, OR 97205

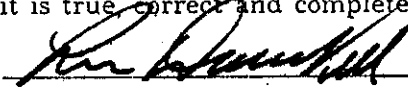
ARTICLE VI The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
	(NOTE: A P.O. BOX NUMBER IS NOT ACCEPTABLE) (Street and Number) (City and State) (Zip)
Lee Davis Kell	1330 Bank of California Tower
	Portland, OR 97205

ARTICLE VII (Provisions for regulation of internal affairs of the corporation as may be appropriate.)

Shareholders shall not have any pre-emptive right to acquire additional or treasury shares of this corporation.

We, the undersigned incorporators, declare under penalties of perjury that we have examined the foregoing and to the best of our knowledge and belief, it is true correct and complete.



Dated March 12, 19 81

\*\*Submit articles in duplicate original with filing and license fees as listed below. Duplicate original means both copies MUST have original signatures.

If authorized shares exceed	But do not exceed	Filing Fee	License Fee	Total Fees
\$ 0	\$ 5,000	\$ 10	\$ 10	\$ 20
5,000	10,000	15	15	30
10,000	25,000	20	20	40
25,000	50,000	30	30	60
50,000	100,000	50	50	100
100,000	250,000	75	75	150
250,000	500,000	100	100	200
500,000	1,000,000	125	125	250

If the authorized shares exceed \$1,000,000, a \$200 license fee and a \$200 filing fee—totaling \$400.

To determine the amount of organization fee payable by a corporation having stock without par value, but for no other purpose, such shares of stock shall be deemed equivalent to shares having a par value of \$10 each.

File with Corporation Commissioner, Commerce Building, 158 12th Street N.E., Salem, Oregon 97310.