

State of Idaho

Office of the Secretary of State

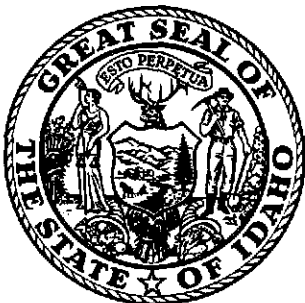
**CERTIFICATE OF AUTHORITY
OF
ASSURED PARTNERS CAPITAL, INC.**

File Number C 204915

I, LAWRENCE DENNEY, 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: February 9, 2015



Lawrence Denney
SECRETARY OF STATE

By

Jeff Sains



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2015 FEB -9 AM 9:19
SECRETARY OF STATE
STATE OF IDAHO

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

- The name of the corporation is:
AssuredPartners Capital, Inc.
- The name which it shall use in Idaho is: AssuredPartners Capital, Inc.
- It is incorporated under the laws of: Delaware
- Its date of incorporation is: 7/6/2011
- The address of its principal office is:
200 Colonial Center Pkwy Ste 150 Lake Mary, FL 32746
- The address to which correspondence should be addressed, if different from item 5, is:
20 Commerce Dr., Suite 200 Cranford, NJ 07016
- The street address of its registered office in Idaho is: 12550 W. Explorer Drive, Suite 100, Boise, ID 83713
and its registered agent in Idaho at that address is: Corporation Service Company
- The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
Please see attached		

Dated: 1/29/15

Signature: [Signature]

Typed Name: Dean Curtis

Capacity: SR VP
[The signer must be a director or an officer of the corporation.]

Customer Acct # :

(if using pre-paid account)

Secretary of State use only
IDAHO SECRETARY OF STATE
02/09/2015 05:00

CK:24147 CT:248874 BH:1460884
1@ 100.00 = 100.00 AUTH PRO #2

g:\corpforms\corp
forms\app\certificate_of_authnity_prof.pmd
Revised 09/2005

Web Form

C204915

AssuredPartners Capital, Inc. Officers & Directors

Name	Title	Business Address
Jim W. Henderson	Director, Chairman, CEO	200 Colonial Center Parkway Suite 150 Lake Mary, FL 32746
Thomas E. Riley	Director, President, COO, Secretary	200 Colonial Center Parkway Suite 150 Lake Mary, FL 32746
Paul Vredenburg	Director, Senior VP, Asst. Secretary	200 Colonial Center Parkway Suite 150 Lake Mary, FL 32746
Eric Anderson	Senior VP	2305 River Rd. Louisville, KY 40206
Dean J. Curtis	Senior VP	200 Colonial Center Parkway Suite 150 Lake Mary, FL 32746
Steven C. Deal	Senior VP	200 Colonial Center Parkway Suite 150 Lake Mary, FL 32746
Stanley K. Kinnett, II	Chief Corporate Counsel	200 Colonial Center Parkway Suite 150 Lake Mary, FL 32746
Walter Smith	Chief Counsel, EVP	200 Colonial Center Parkway Suite 150 Lake Mary, FL 32746
David A. Donnini	Director	200 Colonial Center Parkway Suite 150 Lake Mary, FL 32746
Aaron D. Cohen	Director	200 Colonial Center Parkway Suite 150 Lake Mary, FL 32746
Stephen J. Jeschke	Director	200 Colonial Center Parkway Suite 150 Lake Mary, FL 32746
Stuart Yarbrough	Director	200 Colonial Center Parkway Suite 150 Lake Mary, FL 32746
AssuredPartners, Inc.	100% Shareholder	200 Colonial Center Parkway Suite 150 Lake Mary, FL 32746

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ASSUREDPARTNERS CAPITAL, 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 TWENTY-EIGHTH DAY OF JANUARY, A.D. 2015.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ASSUREDPARTNERS CAPITAL, INC." WAS INCORPORATED ON THE SIXTH DAY OF JULY, A.D. 2011.

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

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

5006789 8300

150110818

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2075736

DATE: 01-28-15