

335 5967

Receipt Number: _____

138 5690

File Number

FB029207



CERTIFICATE_OF_AUTHORITY

For

LARRY GORDON AGENCY, INC. (IL)

Filed at the request of:

JEFF LEMIRE
CUMBERLAND LICENSING CORPORATION
PO BOX 7543
CUMBERLAND RI 2864

State of South Dakota
Office of the Secretary of State

Filed in the office of the Secretary of State on: **Monday, December 13, 2004**



Secretary of State

Fee Received: \$550.00

State of South Dakota



OFFICE OF THE SECRETARY OF STATE

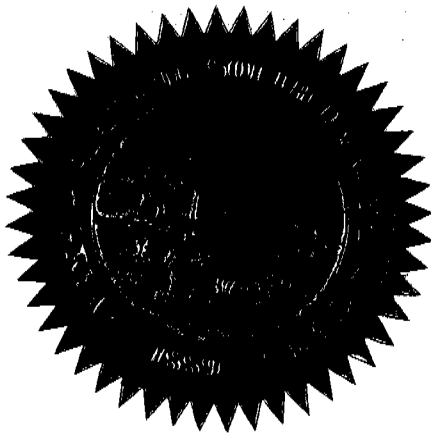
Certificate of Authority

ORGANIZATIONAL ID #: FB029207

I, **Chris Nelson**, Secretary of State of the State of South Dakota, hereby certify that the Application for a Certificate of Authority of **LARRY GORDON AGENCY, INC. (IL)** to transact business in this state duly signed and verified pursuant to the provisions of the South Dakota Corporation Acts, 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 hereby issue this Certificate of Authority and attach hereto a duplicate of the application to transact business in this state.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of South Dakota, at Pierre, the Capital, this December 13, 2004.



Chris Nelson

Chris Nelson
Secretary of State



Secretary of State
State Capitol
500 E. Capitol Ave.
Pierre SD 57501
Phone 605-773-4845
Fax 605-773-4550

RECEIVED

DEC 13 '04

S.D. SEC. OF STATE

Application for Certificate of Authority

Pursuant to the provisions of SDCL 47-8-7, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of South Dakota and for that purpose submits the following statement:

(1) The name of the corporation is Larry Gordon Agency, Inc.
(exact corporate name)

Filed this 13th Dec 2004

(2) If the name of the corporation does not contain the word "corporation", "company", "incorporated" or "limited" or does not contain an abbreviation of one of such words, then the name of the corporation with the word or abbreviation which it elects to add thereto for use in this state is _____

(3) State where incorporated Illinois Federal Taxpa [REDACTED]

(4) The date of its incorporation is [REDACTED] and the period of its duration, which may be perpetual, is Perpetual

(5) The address of its principal office in the state or country under the laws of which it is incorporated is
233 N. Michigan Avenue, Suite 2120, Chicago, Illinois Zip Code 60601

mailing address if different from above is: _____
Zip Code _____

(6) The street address, or a statement that there is no street address, of its proposed registered office in the State of South Dakota is
319 S. Coteau Street, Pierre, South Dakota Zip Code 57501

and the name of its proposed registered agent in the State of South Dakota at that address is C T Corporation System

(7) The purposes which it proposes to pursue in the transaction of business in the State of South Dakota are: (state specific purpose)
The sale of Life & Health insurance as an insurance agency.

(8) The names and respective addresses of its directors and officers are: **SEE ATTACHMENT**

Name	Officer Title	Street Address	City	State	Zip
Thomas P. Bragiel	Vice President/Director	233 N. Michigan Avenue, Ste 2120, Chicago, IL	Chicago	IL	60601
James P. Bragiel	President/Director	233 N. Michigan Avenue, Ste 2120, Chicago, IL	Chicago	IL	60601
Norine E. Meister	VP/Treas/Secretary/Dire	233 N. Michigan Avenue, Ste 2120, Chicago, IL	Chicago	IL	60601
Robert J. Vladem	Director	233 N. Michigan Avenue, Ste 2120, Chicago, IL	Chicago	IL	60601

(9) The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class is:

Number of shares	Class	Series	Par value per share or statement that shares are without par value
10,000	Common	N/A	1.00

78029207

(10) The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of shares	Class	Series	Par value per share or statement that shares are without par value
1,250	Common	N/A	1.00

(11) The amount of its stated capital is \$ 4,457,852.00
 Shares issued times par value equals stated capital. In the case of no par value stock, stated capital is the consideration received for the issued shares.

(12) This application is accompanied by a CERTIFICATE OF FACT or a CERTIFICATE OF GOOD STANDING duly acknowledged by the Secretary of State or other officer having custody of corporate records in the state or country under whose laws it is incorporated.

(13) That such corporation shall not directly or indirectly combine or make any contract with any incorporated company, foreign or domestic, through their stockholders or the trustees or assigns of such stockholders, or with any copartnership or association of persons, or in any manner whatever to fix the prices, limit the production or regulate the transportation of any product or commodity so as to prevent competition in such prices, production or transportation or to establish excessive prices therefor.

(14) That such corporation, as a consideration of its being permitted to begin or continue doing business within the State of South Dakota, will comply with all the laws of the said State with regard to foreign corporations.

The application must be signed, in the presence of a notary public, by the chairman of the board of directors, or by the president or by another officer.

I DECLARE AND AFFIRM UNDER THE PENALTY OF PERJURY THAT THIS APPLICATION IS IN ALL THINGS, TRUE AND CORRECT.

Dated 11-17-04

Thomas P. Bragiel
 (Signature) Thomas P. Bragiel

Vice President

(Title)

STATE OF ILLINOIS

COUNTY OF COOK

I, NORINE MEISTER, a notary public, do hereby certify that on this 17th day of NOVEMBER 2004, personally appeared before me Thomas P. Bragiel who, being by me first duly sworn, declared that he/she is the Vice President of Larry Gordon Agency, Inc., that he/she signed the foregoing document as officer of the corporation, and the statements therein contained are true.

3-26-05
 My Commission Expires



Notarial Seal

Norine Meister
 (Notary Public)

The Consent of Appointment below must be signed by the registered agent listed in number six.

Consent of Appointment by the Registered Agent

I, C T Corporation System, hereby give my consent to serve as the registered agent for Larry Gordon Agency, Inc.

(name of registered agent)
 (corporate name)

Dated 11/24 2004

C T Corporation System
 By: [Signature]
 (signature of registered agent)

Officers/Directors for:

Larry Gordon Agency, Inc.

Name	Title	Address	Ownership
James P. Bragiel	President/Director	2711 Woodbine, Evanston, IL 60201	20%
James S. Capone	VP /Director	948 North East Avenue, Oak Park, IL 60302	29%
Norine E. Meister	VP/Director/Tres/Sec	1728 Maclean Court, Glenview, IL 60025	20%
Thomas P. Bragiel	VP/Director	222 Tenth Street, Wilmette, IL 60091	31%
Robert J. Vladem	Director	853 Sheridan Road, Winnetka, IL 60093	N/A

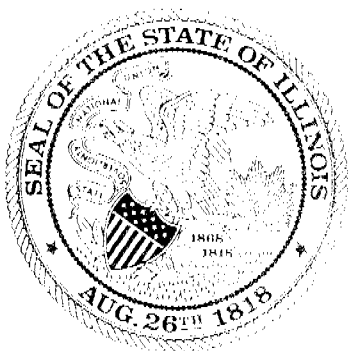
335 5971



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

LARRY GORDON AGENCY, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE JANUARY 30, 1967, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS*****



In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this

day of NOVEMBER A.D. 18TH 2004

Jesse White

SECRETARY OF STATE

243 3151 12/13/2005

2005

ANNUAL REPORT

FOREIGN
PLEASE TYPE OR USE BLACK INK

FILING FEE: \$30 MAKE CHECK PAYABLE TO SECRETARY OF STATE

FILE DATE 12/2/05
RECEIPT NO. 1501434

RECEIVED
DEC 2 '05
S.D. SEC. OF STATE

1. Corporate Name and Mailing Address:



FB029207
FB029207 DEC/0000
LARRY GORDON AGENCY, INC.
233 N MICHIGAN AVENUE
SUITE 2120
CHICAGO IL 60601-5813

Telephone # (312) 540-9400
FAX # (312) 729-1726

FILING DATE: Due during the month the
Certificate of Authority was issued, and delinquent
after the last day of the following month.

★ ★ ★ ★ ATTENTION - FILING INSTRUCTIONS ★ ★ ★ ★

If ALL of the information is identical as set forth in the prior report, you may check the box below and sign the report.
ANY CHANGE requires full completion of the form.

☐ ALL OF THE INFORMATION REQUIRED ON THE ANNUAL REPORT IS IDENTICAL AS SET FORTH IN THE PRIOR REPORT.

2. It is incorporated under the laws of Illinois and the address of its principal office in the state
of incorporation is 233 N Michigan Avenue, Ste 2120, Chicago, IL Zip + 4 60601

3. The address of its registered office in South Dakota is 319 S Coteau Street,
Pierre SD Zip + 4 57501
and the name of its registered agent at that address is C T Corporation System

4. Provide a brief description of the nature of the business The sale of Life & Health Insurance as
an insurance agency

5. The names and business addresses of its directors and principal officers: See Attached List

NAME	OFFICE	STREET ADDRESS	CITY	STATE	ZIP+4
Thomas P Bragiel	Director	233 N Michigan Ave, Ste 2120,	Chicago,	IL	60601
James P Bragiel	Director	233 N Michigan Ave Ste 2120,	Chicago,	IL	60601
James P Bragiel	President	233 N Michigan Ave Ste 2120,	Chicago,	IL	60601
Thomas P Bragiel	Vice President	233 N Michigan Ave Ste 2120,	Chicago,	IL	60601
Norine E Meister	Secretary	233 N Michigan Ave St 2120,	Chicago	IL	60601
Norine Meister	Treasurer	233 N Michigan Ave Ste 2120,	Chicago	IL	60601

6. The total number of authorized shares, itemized by class and series, if any, within each class:

NUMBER OF AUTHORIZED SHARES	CLASS	SERIES
10,000	Common	N/A

7. NUMBER OF ISSUED AND OUTSTANDING SHARES

	CLASS	SERIES
1,250	Common	N/A

The statement may be signed by any authorized officer of the Corporation.

Dated 11/23/05

Norine Meister
Signature

Norine Meister

Printed Name

Vice President/Secretary, Treasurer/Director

Title

RETURN TO: SECRETARY OF STATE, 500 E. CAPITOL, PIERRE, S.D. 57501-5077
PHONE: 605-773-4845
www.sdsos.gov

SOS CRP 07/05

LARRY GORDON AGENCY INC
OFFICERS & DIRECTORS LIST

FB029207

243 152 12/13/2005

Name	Title	Business Address
Jorine E Meister	V President/ Secretary/ Treasurer/ Director	233 N Michigan Ave Ste 2120, Chicago, IL 60601
Thomas P Bragiel	Vice President / Director	233 N Michigan Ave Ste 2120, Chicago, IL 60601
James P Bragiel	President / Director	233 N Michigan Ave Ste 2120, Chicago, IL 60601
Robert J Vladem	Director	233 N Michigan Ave Ste 2120, Chicago, IL 60601
James S Capone	Vice President/Director	233 N Michigan Ave Ste 2120, Chicago, IL 60601

256 2728 12/21/2006

2006

ANNUAL REPORT

FOREIGN
PLEASE TYPE OR USE BLACK INK

FILING FEE: \$30 MAKE CHECK PAYABLE TO SECRETARY OF STATE

FILE DATE 12/04/06
RECEIPT NO. 1624461
RECEIVED
DEC 04 2006
S.D. SEC. OF STATE

1. Corporate Name and Mailing Address:



FB029207
FB029207 DEC/2005
LARRY GORDON AGENCY, INC.
233 N MICHIGAN AVENUE
SUITE 2120
CHICAGO IL 60601-5813

(312) 540-9400

Telephone # _____
FAX # (312) 729-1726

FILING DATE: Due during the month the
Certificate of Authority was issued, and delinquent
after the last day of the following month.

★ ★ ★ ★ ATTENTION - FILING INSTRUCTIONS ★ ★ ★ ★

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2. It is incorporated under the laws of Illinois and the address of its principal office in the state
of incorporation is 233 N Michigan Ave Suite 2450, Chicago, IL Zip + 4 60601

3. The address of its registered office in South Dakota is 319 S Coteau Street
Pierre SD Zip + 4 57501

and the name of its registered agent at that address is CT Corporation System

4. Provide a brief description of the nature of the business The sale of Life & Health Insurance as
an insurance agency

5. The names and business addresses of its directors and principal officers: See attached list

NAME	OFFICE	STREET ADDRESS	CITY	STATE	ZIP+4
Thomas P Bragiel	Director	233 N Michigan Ave Suite 2450, Chicago	IL	60601	
James P Bragiel	Director	233 N Michigan Ave Suite 2450, Chicago	IL	60601	
James P Bragiel	President	233 N Michigan Ave Suite 2450, Chicago	IL	60601	
Thomas P Bragiel	Vice President	233 N Michigan Ave Suite 2450, Chicago	IL	60601	
Norine E Meister	Secretary	233 N Michigan Ave Suite 2450, Chicago	IL	60601	
Norine E Meister	Treasurer	233 N Michigan Ave Suite 2450, Chicago	IL	60601	

6. The total number of authorized shares, itemized by class and series, if any, within each class:

NUMBER OF AUTHORIZED SHARES	CLASS	SERIES
10,000	Common	N/A

NUMBER OF ISSUED SHARES	CLASS	SERIES
1,250	Common	N/A

The statement may be signed by any authorized officer of the Corporation.

Dated 11/21/06

Signature

NORINE MEISTER

Printed Name

VP OF FINANCE

Title

RETURN TO: SECRETARY OF STATE, 500 E. CAPITOL, PIERRE, S.D. 57501-5077
PHONE: 605-773-4845
www.sdsos.gov

SOS CRP 07/05

FB029207

LARRY GORDON AGENCY INC

FB029207

Name	Title	Business Address
Norine E Meister	V President/ Secretary/ Treasurer/ Director	233 N Michigan Ave Ste 2450, Chicago, IL 60601
Thomas P Bragiel	Vice President / Director	233 N Michigan Ave Ste 2450, Chicago, IL 60601
James P Bragiel	President / Director	233 N Michigan Ave Ste 2450, Chicago, IL 60601
Robert J Vladem	Director	233 N Michigan Ave Ste 2450, Chicago, IL 60601
James S Capone	Vice President/Director	233 N Michigan Ave Ste 2450, Chicago, IL 60601

270 1583 01/04/2008

2007

ANNUAL REPORT

FOREIGN
PLEASE TYPE OR USE BLACK INK

FILE DATE 12/10/07
RECEIVED 1744321
DEC 10 2007
S.D. SEC. OF STATE

FILING FEE: \$30 MAKE CHECK PAYABLE TO SECRETARY OF STATE

1. Corporate Name and Mailing Address:



FB029207 DEC/2006
LARRY GORDON AGENCY, INC.
233 N MICHIGAN AVENUE
SUITE ~~2420~~ 2450
CHICAGO IL 60601-5813

Telephone # (312) 540-9400
FAX # (312) 729-1726

FILING DATE: Due during the month the
Certificate of Authority was issued, and delinquent
after the last day of the following month.

★ ★ ★ ★ ATTENTION - FILING INSTRUCTIONS ★ ★ ★ ★

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2. It is incorporated under the laws of Illinois and the address of its principal office in the state
of incorporation is 233 N Michigan Ave Ste 2450, Chicago IL Zip + 4 60601

3. The address of its registered office in South Dakota is 319 S Coteau Street
Pierre SD Zip + 4 57501

and the name of its registered agent at that address is CT Corporation System

4. Provide a brief description of the nature of the business The sales of Life & Health Insurance as
an insurance agency

5. The names and business addresses of its directors and principal officers:					
NAME	OFFICE	STREET ADDRESS	CITY	STATE	ZIP+4
<u>Thomas P Bragiel</u>	<u>Director</u>	<u>233 N Michigan Ave Ste 2450,</u>	<u>Chicago</u>	<u>IL</u>	<u>60601</u>
<u>James P Bragiel</u>	<u>Director</u>	<u>233 N Michigan Ave Ste 2450</u>	<u>Chicago</u>	<u>IL</u>	<u>60601</u>
<u>Thomas P Bragiel</u>	<u>President</u>	<u>233 N Michigan Ave Ste 2450,</u>	<u>Chicago</u>	<u>IL</u>	<u>60601</u>
<u>James S Capone</u>	<u>Vice President</u>	<u>233 N Michigan Ave Ste 2450,</u>	<u>Chicago,</u>	<u>IL</u>	<u>60601</u>
<u>Norine E Meister</u>	<u>Secretary</u>	<u>233 N Michigan Ave Ste 2450,</u>	<u>Chicago</u>	<u>IL</u>	<u>60601</u>
<u>Norine E Meister</u>	<u>Treasurer</u>	<u>233 N Michigan Ave Ste 2450,</u>	<u>Chicago,</u>	<u>IL</u>	<u>60601</u>

6. The total number of authorized shares, itemized by class and series, if any, within each class:
NUMBER OF AUTHORIZED SHARES CLASS SERIES
10,000 Common NA

7. NUMBER OF ISSUED SHARES CLASS SERIES
1,250 Common NA

The statement may be signed by any authorized officer of the Corporation

Dated 11/28/07

Norine Meister
Signature

NORINE MEISTER
Printed Name

VP OF FINANCE
Title

FB029207

LARRY GORDON AGENCY INC		FB029207
Name	Title	Business Address
Norine E Meister	V President/ Secretary/ Treasurer/ Director	233 N Michigan Ave Ste 2450, Chicago, IL 60601
Thomas P Bragiel	President / Director	233 N Michigan Ave Ste 2450, Chicago, IL 60601
James P Bragiel	Chairman of the Board / Director	233 N Michigan Ave Ste 2450, Chicago, IL 60601
Robert J Vldem	Director	233 N Michigan Ave Ste 2450, Chicago, IL 60601
James S Capone	Vice President/Director	233 N Michigan Ave Ste 2450, Chicago, IL 60601

270 1583 01/04/2008

2007

ANNUAL REPORT

FOREIGN
PLEASE TYPE OR USE BLACK INK

FILE DATE 12/10/07
RECEIVED 1744321
DEC 10 2007
S.D. SEC. OF STATE

FILING FEE: \$30 MAKE CHECK PAYABLE TO SECRETARY OF STATE

1. Corporate Name and Mailing Address:



FB029207 DEC/2006
LARRY GORDON AGENCY, INC.
233 N MICHIGAN AVENUE
SUITE ~~2420~~ 2450
CHICAGO IL 60601-5813

Telephone # (312) 540-9400
FAX # (312) 729-1726

FILING DATE: Due during the month the
Certificate of Authority was issued, and delinquent
after the last day of the following month.

★ ★ ★ ★ ATTENTION - FILING INSTRUCTIONS ★ ★ ★ ★

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2. It is incorporated under the laws of Illinois and the address of its principal office in the state
of incorporation is 233 N Michigan Ave Ste 2450, Chicago IL Zip + 4 60601

3. The address of its registered office in South Dakota is 319 S Coteau Street
Pierre SD Zip + 4 57501

and the name of its registered agent at that address is CT Corporation System

4. Provide a brief description of the nature of the business The sales of Life & Health Insurance as
an insurance agency

5. The names and business addresses of its directors and principal officers:					
NAME	OFFICE	STREET ADDRESS	CITY	STATE	ZIP+4
<u>Thomas P Bragiel</u>	<u>Director</u>	<u>233 N Michigan Ave Ste 2450,</u>	<u>Chicago</u>	<u>IL</u>	<u>60601</u>
<u>James P Bragiel</u>	<u>Director</u>	<u>233 N Michigan Ave Ste 2450</u>	<u>Chicago</u>	<u>IL</u>	<u>60601</u>
<u>Thomas P Bragiel</u>	<u>President</u>	<u>233 N Michigan Ave Ste 2450,</u>	<u>Chicago</u>	<u>IL</u>	<u>60601</u>
<u>James S Capone</u>	<u>Vice President</u>	<u>233 N Michigan Ave Ste 2450,</u>	<u>Chicago,</u>	<u>IL</u>	<u>60601</u>
<u>Norine E Meister</u>	<u>Secretary</u>	<u>233 N Michigan Ave Ste 2450,</u>	<u>Chicago</u>	<u>IL</u>	<u>60601</u>
<u>Norine E Meister</u>	<u>Treasurer</u>	<u>233 N Michigan Ave Ste 2450,</u>	<u>Chicago,</u>	<u>IL</u>	<u>60601</u>

6. The total number of authorized shares, itemized by class and series, if any, within each class:

NUMBER OF AUTHORIZED SHARES	CLASS	SERIES
<u>10,000</u>	<u>Common</u>	<u>NA</u>

7. NUMBER OF ISSUED SHARES

CLASS	SERIES
<u>1,250</u>	<u>Common NA</u>

The statement may be signed by any authorized officer of the Corporation

Dated 11/28/07

Norine Meister
Signature

NORINE MEISTER
Printed Name

VP OF FINANCE
Title

FB029207

LARRY GORDON AGENCY INC		FB029207
Name	Title	Business Address
Norine E Meister	V President/ Secretary/ Treasurer/ Director	233 N Michigan Ave Ste 2450, Chicago, IL 60601
Thomas P Bragiel	President / Director	233 N Michigan Ave Ste 2450, Chicago, IL 60601
James P Bragiel	Chairman of the Board / Director	233 N Michigan Ave Ste 2450, Chicago, IL 60601
Robert J Vldem	Director	233 N Michigan Ave Ste 2450, Chicago, IL 60601
James S Capone	Vice President/Director	233 N Michigan Ave Ste 2450, Chicago, IL 60601

File Number

FB029207



COMMERCIAL REGISTERED AGENT REGISTRATION NOTICE

For

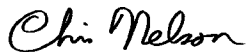
LARRY GORDON AGENCY, INC.

Filed at the request of:

C T CORPORATION SYSTEM
319 S. COTEAU STREET
PIERRE, SD 57501-3108

State of South Dakota
Office of the Secretary of State

Filed in the office of the Secretary of State on: **Tuesday, July 8, 2008**



Secretary of State

2008

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

ANNUAL REPORT

Foreign

Please Type or Print Clearly in Ink

RECEIVED NOV 4 -

2008 DATE

RECEIPT NO

RECEIVED

NOV 25 2008

S.D. SEC. OF STATE

FILING FEE: \$30 Make check payable to SECRETARY OF STATE

1. Corporate Name and Mailing Address:



FB029207
FB029207 DEC/2007
LARRY GORDON AGENCY, INC.
233 N MICHIGAN AVENUE
SUITE 2450
CHICAGO IL 60601-5813

Telephone # 312-540-9400

FAX # 312-729-1726

FILING DATE: Due during the month
the Certificate of Authority was issued,
and delinquent after the last day of the
following month.

2. The jurisdiction under whose law it is formed STATE OF ILLINOIS

3. The address of the principal executive office in or out of the State of South Dakota.

233 N. MICHIGAN AVE. STE. 2450 CHICAGO IL 60601
Street Address City State ZIP+4

233 N. MICHIGAN AVE. STE. 2450 CHICAGO IL 60601
Mailing Address (Optional) City State ZIP+4

4. The name of the South Dakota Registered Agent CT CORPORATION SYSTEM

319 S Coteau Street Pierre SD 57501
Street Address (Required to be a South Dakota Address) City State ZIP+4

319 S Coteau Street Pierre SD 57501
Mailing Address (Optional - Required to be a South Dakota Address) City State ZIP+4

5. The names and business addresses of its principal officers and directors. Please place a check mark next to the name if the principal officer serves as a director.

☒ THOMAS P. BRAGIEL 233 N. MICHIGAN AVE., STE. 2450 CHICAGO IL 60601
President Street Address City State ZIP+4

☒ JAMES CARONE 233 N. MICHIGAN AVE., STE. 2450 CHICAGO IL 60601
Vice President Street Address City State ZIP+4

☒ NORINE MEISTER 233 N. MICHIGAN AVE., STE. 2450 CHICAGO IL 60601
Secretary Street Address City State ZIP+4

☒ NORINE MEISTER 233 N. MICHIGAN AVE STE. 2450 Chicago IL 60601
Treasurer Street Address City State ZIP+4

☐ _____
Director Street Address City State ZIP+4

☐ _____
Director Street Address City State ZIP+4

Dated

11/07/08

(Signature of an authorized officer)

(Printed Name)

(Title)

2009

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

ANNUAL REPORT Foreign

Please Type or Print Clearly in Ink

FILING FEE: \$50 Make check payable to SECRETARY OF STATE

1. Corporate Name and Mailing Address:



FB029207
FB029207 DEC/2008
LARRY GORDON AGENCY, INC.
233 N MICHIGAN AVENUE
SUITE 2450
CHICAGO IL 60601-5813

FILE DATE 12/04/09
RECEIPT NO 1974302
RECEIVED
DEC 04 2009
S.D. SEC. OF STATE

Telephone # 312 - 540-9400
FAX # 312 - 729-1726

FILING DATE: Due during the month
the Certificate of Authority was issued,
and delinquent after the last day of the
following month.

2. The jurisdiction under whose law it is formed Illinois

3. The address of the principal executive office in or out of the State of South Dakota.

233 N Michigan Avenue Suite 2450	Chicago	IL	60601
Street Address	City	State	ZIP+4
233 N Michigan Avenue Suite 2450	Chicago	IL	60601
Mailing Address (Optional)	City	State	ZIP+4

4. The name of the South Dakota Registered Agent C T Corporation System

319 S Coteau Street	Pierre	SD	57501
Street Address (Required to be a South Dakota Address)	City	State	ZIP+4
319 S Coteau Street	Pierre	SD	57501
Mailing Address (Optional - Required to be a South Dakota Address)	City	State	ZIP+4

5. The names and business addresses of its principal officers and directors. Please place a check mark next to the name if the principal officer serves as a director.

☒ Thomas P Bragiel	233 N Michigan Ave Ste 2450, Chicago, IL 60601
President	Street Address City State ZIP+4
☒ James Capone	233 N Michigan Ave Ste 2450 Chicago IL 60601
Vice President	Street Address City State ZIP+4
☒ Norine Meister	233 N Michigan Ave Ste 2450 Chicago IL 60601
Secretary	Street Address City State ZIP+4
☒ Norine Meister	233 N Michigan Ave Ste 2450 Chicago IL 6061
Treasurer	Street Address City State ZIP+4
☐	Street Address City State ZIP+4
Director	Street Address City State ZIP+4
☐	Street Address City State ZIP+4
Director	Street Address City State ZIP+4

Dated 11/23/09

Norine Meister
(Signature of an authorized officer)
NORINE MEISTER
(Printed Name)
VP, SECRETARY
(Title)

Receipt Number: 20266SS

File Number **FB029207**



STATEMENT_OF_CHANGE

For

LARRY GORDON AGENCY, INC. (IL)

Filed at the request of:

KATHY BUTLER
NATIONAL CORPORATE RESEARCH, LTD
615 S DUPONT HIGHWAY
DOVER DE 199014517

State of South Dakota
Office of the Secretary of State

Filed in the office of the Secretary of State on: **Monday, May 10, 2010**



Secretary of State

Fee Received: \$ 10

Secretary of State Office
600 E Capitol Ave
Pierre, SD 57501
(605)773-4845

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH

Please Type or Print Clearly in Ink

Please submit one Original and one Photocopy

FILING FEE: \$10 Make check payable to SECRETARY OF STATE

1. Corporate ID and Name:

FB 029207

Larry Gordon Agency, Inc.

Filed this 10th day of May, 2010
Chris Nelson
SECRETARY OF STATE

FILE DATE 5-10-10

RECEIPT NO 2026655

RECEIVED

MAY 10 2010

S.D. SEC. OF STATE

Telephone # _____

FAX # _____

2. The name of the registered agent on file C T Corporation System

The name of the successor registered agent National Corporate Research, Ltd.

3. If listing a Commercial Registered Agent, please state their identification number CR000001

4. The address of the agent currently on file for this entity

<u>319 S. Coteau Street</u>	<u>Pierre</u>	<u>SD</u>	<u>57501-3108</u>
Street Address (Required)	City	State	ZIP+4

_____	_____	_____	_____
Mailing Address (Optional)	City	State	ZIP+4

5. If the address has changed, its new address

<u>326 N. Madison Ave.</u>	<u>Pierre,</u>	<u>SD</u>	<u>57501</u>
Street Address (Required to be a South Dakota Address)	City	State	ZIP+4

_____	_____	_____	_____
Mailing Address (Optional - Required to be a South Dakota Address)	City	State	ZIP+4

6. The address of its registered office and the address of the business office of its registered agent, as changed, must be identical.

The undersigned entity submits the following statement for purpose of changing its registered office and/or its registered agent in the State of South Dakota.

Dated 4-30-2010

Norine Meister

(Signature of an authorized officer)

NORINE MEISTER

(Printed Name)

SECRETARY

(Title)

Statement of change entity July 2008

2010

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

ANNUAL REPORT**Foreign**

Please Type or Print Clearly in Ink

FILING FEE: \$50 Make check payable to SECRETARY OF STATE

1. Corporate Name and Mailing Address:



FB029207
FB029207 DEC/2009
LARRY GORDON AGENCY, INC.
233 N MICHIGAN AVENUE
SUITE 2450
CHICAGO IL 60601-5813

FILE DATE 12/02/10
RECEIPT NO 2093187
RECEIVED
DEC 02 2010
S.D. SEC. OF STATE

Telephone # 312-340-9400
FAX # 312-729-1726
FILING DATE: Due during the month
the Certificate of Authority was issued,
and delinquent after the last day of the
following month.

2. The jurisdiction under whose law it is formed ILLINOIS

3. The address of the principal executive office in or out of the State of South Dakota.

233 N. MICHIGAN AVE #2450 CHICAGO IL 60601-5804
Street Address City State ZIP+4

233 N MICHIGAN AVE #2450 CHICAGO IL 60601-5804
Mailing Address (Optional) City State ZIP+4

4. The name of the South Dakota Registered Agent NATIONAL CORPORATE RESEARCH, LTD

326 N. MADISON AVE PIERRE, SOUTH DAKOTA 57501
Street Address (Required to be a South Dakota Address) City State ZIP+4

Mailing Address (Optional - Required to be a South Dakota Address) City State ZIP+4

5. The names and business addresses of its principal officers and directors. Please place a check mark next to the name if the principal officer serves as a director.

☒ THOMAS P. BRAGIEL 233 N. MICHIGAN AVE #2450 CHICAGO IL 60601-5804
President Street Address City State ZIP+4

☒ JAMES S. CAPONE 233 N. MICHIGAN AVE #2450 CHICAGO IL 60601-5804
Vice President Street Address City State ZIP+4

☒ NORINE E. MEISTER 233 N. MICHIGAN AVE #2450 CHICAGO IL 60601-5804
Secretary Street Address City State ZIP+4

☒ NORINE E. MEISTER 233 N MICHIGAN AVE #2450 CHICAGO IL 60601-5804
Treasurer Street Address City State ZIP+4

☐ _____
Director Street Address City State ZIP+4

☐ _____
Director Street Address City State ZIP+4

No person may execute this report knowing it is false in any material respect. Any violation is subject to a civil penalty.

Dated 11-23-2010

Norine Meister
(Signature of an Authorized Person)

NORINE E. MEISTER
(Printed Name)

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2010

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

ANNUAL REPORT**Foreign**

Please Type or Print Clearly in Ink

FILING FEE: \$50 Make check payable to SECRETARY OF STATE

1. Corporate Name and Mailing Address:



FB029207
FB029207 DEC/2009
LARRY GORDON AGENCY, INC.
233 N MICHIGAN AVENUE
SUITE 2450
CHICAGO IL 60601-5813

FILE DATE 12/02/10
RECEIPT NO 2093187
RECEIVED
DEC 02 2010
S.D. SEC. OF STATE

Telephone # 312-340-9400
FAX # 312-729-1726
FILING DATE: Due during the month
the Certificate of Authority was issued,
and delinquent after the last day of the
following month.

2. The jurisdiction under whose law it is formed ILLINOIS

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233 N. MICHIGAN AVE #2450 CHICAGO IL 60601-5804
Street Address City State ZIP+4

233 N MICHIGAN AVE #2450 CHICAGO IL 60601-5804
Mailing Address (Optional) City State ZIP+4

4. The name of the South Dakota Registered Agent NATIONAL CORPORATE RESEARCH, LTD

326 N. MADISON AVE PIERRE, SOUTH DAKOTA 57501
Street Address (Required to be a South Dakota Address) City State ZIP+4

Mailing Address (Optional - Required to be a South Dakota Address) City State ZIP+4

5. The names and business addresses of its principal officers and directors. Please place a check mark next to the name if the principal officer serves as a director.

☒ THOMAS P. BRAGIEL 233 N. MICHIGAN AVE #2450 CHICAGO IL 60601-5804
President Street Address City State ZIP+4

☒ JAMES S. CAPONE 233 N. MICHIGAN AVE #2450 CHICAGO IL 60601-5804
Vice President Street Address City State ZIP+4

☒ NORINE E. MEISTER 233 N. MICHIGAN AVE #2450 CHICAGO IL 60601-5804
Secretary Street Address City State ZIP+4

☒ NORINE E. MEISTER 233 N MICHIGAN AVE #2450 CHICAGO IL 60601-5804
Treasurer Street Address City State ZIP+4

☐ _____
Director Street Address City State ZIP+4

☐ _____
Director Street Address City State ZIP+4

No person may execute this report knowing it is false in any material respect. Any violation is subject to a civil penalty.

Dated 11-23-2010

Norine Meister
(Signature of an Authorized Person)

NORINE E. MEISTER
(Printed Name)

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2011

Enter Filing Year

ANNUAL REPORT

FILE DATE 11/22/2011

RECEIPT NO 8071

Secretary of State Office

500 E Capitol Ave

Pierre, SD 57501

(605)773-4845

FOREIGN

Please Type or Print Clearly In Ink
FILING FEE: \$50.00 Make check payable to SECRETARY OF STATE

1. Corporate Name and Address:

FB029207

LARRY GORDON AGENCY, INC.

233 N MICHIGAN AVENUE

CHICAGO, IL60601-5813

2. The jurisdiction under whose law it is formed ILLINOIS

3. The address of the principal executive office (business address).

233 N MICHIGAN AVENUE

CHICAGO

IL

60601-5813

Street Address

City

State

ZIP+4

Mailing Address

City

State

ZIP+4

4. The name of the South Dakota Registered Agent

Agent Name: NATIONAL CORPORATE RESEARCH, LTD.

326 N. MADISON AVE.

PIERRE

SD

57501-

Street Address or Rural Route Box Number in This State and

City

State

ZIP+4

Mailing Address in This State, if Different from Street Address

City

State

ZIP+4

5. The names and business addresses of its principal officers and directors. Please place a check mark next to the name if the principal officer serves as a director.



THOMAS BRAGIEL

233 N MICHIGAN AVE STE 2450

CHICAGO

IL

60601

President

Street Address

City

State

ZIP+4



JAMES CAPONE

233 N MICHIGAN AVE STE 2450

CHICAGO

IL

60601

Vice President

Street Address

City

State

ZIP+4



NORINE MEISTER

233 N MICHIGAN AVE STE 2450

CHICAGO

IL

60601

Secretary

Street Address

City

State

ZIP+4



NORINE MEISTER

233 N MICHIGAN AVE STE 2450

CHICAGO

IL

60601

Treasurer

Street Address

City

State

ZIP+4



ROBERT VLADEM

233 N MICHIGAN AVE STE 2450

CHICAGO

IL

60601

Director

Street Address

City

State

ZIP+4



Director

Street Address

City

State

ZIP+4

No person may execute this report knowing it is false in any material aspect. Any violation is subject to a civil penalty.

By signing this form you agree to have both the fee and the form processed electronically.

Dated 11/22/2011

Signature Accepted Electronically

(Signature of an Authorized Person)

NORINE MEISTER

(Printed Name)

11/22/2011 12:23:50PM

2012

Enter Filing Year

ANNUAL REPORT

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

FOREIGN

Please Type or Print Clearly In Ink

FILING FEE: \$50.00 Make check payable to SECRETARY OF STATE

FILE 10/30/2012

RECEIPT NO 71893

1. Corporate Name and Address:

FB029207
LARRY GORDON AGENCY, INC.
233 N MICHIGAN AVENUE
CHICAGO, IL 60601-5813

2. The jurisdiction under whose law it is formed ILLINOIS

3. The address of the principal executive office (business address).

233 N MICHIGAN AVENUE	CHICAGO	IL	60601-5813
Street Address	City	State	ZIP+4

Mailing Address	City	State	ZIP+4
-----------------	------	-------	-------

4. The name of the South Dakota Registered Agent

Agent Name: NATIONAL CORPORATE RESEARCH, LTD.

326 N. MADISON AVE.	PIERRE	SD	57501
Street Address or Rural Route Box Number in This State and	City	State	ZIP+4

Mailing Address in This State, if Different from Street Address	City	State	ZIP+4
---	------	-------	-------

5. The names and business addresses of its principal officers and directors. Please place a check mark next to the name if the principal officer serves as a director.

☒	THOMAS BRAGIEL	233 N MICHIGAN AVE STE 2450	CHICAGO	IL	60601
	President	Street Address	City	State	ZIP+4
☒	JAMES CAPONE	233 N MICHIGAN AVE STE 2450	CHICAGO	IL	60601
	Vice President	Street Address	City	State	ZIP+4
☒	NORINE MEISTER	233 N MICHIGAN AVE STE 2450	CHICAGO	IL	60601
	Secretary	Street Address	City	State	ZIP+4
☒	NORINE MEISTER	233 N MICHIGAN AVE STE 2450	CHICAGO	IL	60601
	Treasurer	Street Address	City	State	ZIP+4
☐	ROBERT VLADEM	233 N MICHIGAN AVE STE 2450	CHICAGO	IL	60601
	Director	Street Address	City	State	ZIP+4
☐					
	Director	Street Address	City	State	ZIP+4

No person may execute this report knowing it is false in any material aspect. Any violation is subject to a civil penalty.
By signing this form you agree to have both the fee and the form processed electronically.

Date 10/30/2012

Signature Accepted Electronically

(Signature of an Authorized Person)

NORINE MEISTER

(Printed Name)

2013

Enter Filing Year

ANNUAL REPORT

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

FOREIGN

Please Type or Print Clearly In Ink

FILING FEE: \$50.00 Make check payable to SECRETARY OF STATE

FILE 10/23/2013

RECEIPT NO 148258

1. Corporate Name and Address:

FB029207
LARRY GORDON AGENCY, INC.
233 N MICHIGAN AVENUE
CHICAGO, IL 60601-5813

2. The jurisdiction under whose law it is formed ILLINOIS

3. The address of the principal executive office (business address).

233 N MICHIGAN AVENUE	CHICAGO	IL	60601-5813
Street Address	City	State	ZIP+4

Mailing Address	City	State	ZIP+4
-----------------	------	-------	-------

4. The name of the South Dakota Registered Agent

Agent Name: NATIONAL CORPORATE RESEARCH, LTD.

326 N. MADISON AVE.	PIERRE	SD	57501
Street Address or Rural Route Box Number in This State and	City	State	ZIP+4

Mailing Address in This State, if Different from Street Address	City	State	ZIP+4
---	------	-------	-------

5. The names and business addresses of its principal officers and directors. Please place a check mark next to the name if the principal officer serves as a director.

☒	THOMAS BRAGIEL	233 N MICHIGAN AVE STE 2450	CHICAGO	IL	60601
	President	Street Address	City	State	ZIP+4
☒	JAMES CAPONE	233 N MICHIGAN AVE STE 2450	CHICAGO	IL	60601
	Vice President	Street Address	City	State	ZIP+4
☒	JAMES CAPONE	233 N MICHIGAN AVE STE 2450	CHICAGO	IL	60601
	Secretary	Street Address	City	State	ZIP+4
☒	THOMAS BRAGIEL	233 N MICHIGAN AVE STE 2450	CHICAGO	IL	60601
	Treasurer	Street Address	City	State	ZIP+4
☐	ROBERT VLADEM	233 N MICHIGAN AVE STE 2450	CHICAGO	IL	60601
	Director	Street Address	City	State	ZIP+4
☐					
	Director	Street Address	City	State	ZIP+4
☐	LARRY GRAPETHIN	233 N. MICHIGAN AVE., STE 2450	CHICAGO	IL	60601
	Vice President	Street Address	City	State	ZIP+4
☐	MICHAEL SMRT	233 N. MICHIGAN AVE., STE 2450	CHICAGO	IL	60601
	Vice President	Street Address	City	State	ZIP+4

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By signing this form you agree to have both the fee and the form processed electronically.

Date 10/23/2013

Signature Accepted Electronically

(Signature of an Authorized Person)

THOMAS BRAGIEL

(Printed Name)

2014

Enter Filing Year

ANNUAL REPORT

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

FOREIGN

Please Type or Print Clearly In Ink

FILING FEE: \$50.00 Make check payable to SECRETARY OF STATE

FILE DATE 10/30/2014

RECEIPT NO 242887

1. Corporate Name and Address:

FB029207
LARRY GORDON AGENCY, INC.
233 N MICHIGAN AVENUE
CHICAGO, IL 60601-5813

2. The jurisdiction under whose law it is formed ILLINOIS

3. The address of the principal executive office (business address).

233 N MICHIGAN AVENUE	CHICAGO	IL	60601-5813
Street Address	City	State	ZIP+4

Mailing Address	City	State	ZIP+4
-----------------	------	-------	-------

4. The name of the South Dakota Registered Agent

Agent Name: NATIONAL CORPORATE RESEARCH, LTD.

326 N. MADISON AVE.	PIERRE	SD	57501
Street Address or Rural Route Box Number in This State and	City	State	ZIP+4

Mailing Address in This State, if Different from Street Address	City	State	ZIP+4
---	------	-------	-------

5. The names and business addresses of its principal officers and directors. Please place a check mark next to the name if the principal officer serves as a director.

☒	THOMAS BRAGIEL	233 N MICHIGAN AVE STE 2450	CHICAGO	IL	60601
	President	Street Address	City	State	ZIP+4
☒	JAMES CAPONE	233 N MICHIGAN AVE STE 2450	CHICAGO	IL	60601
	Vice President	Street Address	City	State	ZIP+4
☒	JAMES CAPONE	233 N MICHIGAN AVE STE 2450	CHICAGO	IL	60601
	Secretary	Street Address	City	State	ZIP+4
☒	THOMAS BRAGIEL	233 N MICHIGAN AVE STE 2450	CHICAGO	IL	60601
	Treasurer	Street Address	City	State	ZIP+4
☐	NORINE MEISTER	233 N. MICHIGAN AVE,STE 2450	CHICAGO	IL	60601
	Director	Street Address	City	State	ZIP+4
☐	LARRY GRAPENTHIN	233 N. MICHIGAN AVE., STE 2450	CHICAGO	IL	60601
	Vice President	Street Address	City	State	ZIP+4
☐	MICHAEL SMRT	233 N. MICHIGAN AVE., STE 2450	CHICAGO	IL	60601
	Vice President	Street Address	City	State	ZIP+4

No person may execute this report knowing it is false in any material aspect. Any violation is subject to a civil penalty.
By signing this form you agree to have both the fee and the form processed electronically.

Dated 10/30/2014

Signature Accepted Electronically

(Signature of an Authorized Person)

THOMAS P BRAGIEL

(Printed Name)

2015

ANNUAL REPORT

FILE DATE 12/8/2015

Enter Filing Year

FOREIGN

RECEIPT NO 357295

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

SDCL 47-27-18, 59-11-24

Please Type or Print Clearly In Ink

FILING FEE: \$50.00 Make check payable to SECRETARY OF STATE

1. Corporate Name and Address:

FB029207

LARRY GORDON AGENCY, INC.

2. The jurisdiction under whose law it is formed ILLINOIS

3. The address of the principal executive office (business address).

233 N MICHIGAN AVENUE	CHICAGO	IL	60601-5813
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Actual Street Address or Rural Route Box Number	City	State	ZIP+4
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Mailing Address, if Different from Street Address	City	State	ZIP+4
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4. The name of the South Dakota Registered Agent

Agent Name: NATIONAL CORPORATE RESEARCH, LTD.

326 N. MADISON AVE.	PIERRE	SD	57501
---------------------	--------	----	-------

Actual Street Address or Rural Route Box Number in This State	City	State	ZIP+4
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Mailing Address in This State, if Different from Street Address	City	State	ZIP+4
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5. The names and business addresses of its principal officers and directors (governors). If, pursuant to SDCL 47-1A-732(1), the board of directors has been eliminated, list the names of the shareholders.

☒ THOMAS BRAGIEL	233 N MICHIGAN AVE STE 2450	CHICAGO	IL	60601
President	Actual Street Address	City	State	ZIP+4

☒ JAMES CAPONE	233 N MICHIGAN AVE STE 2450	CHICAGO	IL	60601
Vice President	Actual Street Address	City	State	ZIP+4

☒ JAMES CAPONE	233 N MICHIGAN AVE STE 2450	CHICAGO	IL	60601
Secretary	Actual Street Address	City	State	ZIP+4

☒ THOMAS BRAGIEL	233 N MICHIGAN AVE STE 2450	CHICAGO	IL	60601
Treasurer	Actual Street Address	City	State	ZIP+4

☐	NORINE MEISTER	233 N. MICHIGAN AVE,STE 2450	CHICAGO	IL	60601
Director	Actual Street Address	City	State	ZIP+4	

☐	LARRY GRAPENTHIN	233 N. MICHIGAN AVE., STE 2450	CHICAGO	IL	60601
Vice President	Actual Street Address	City	State	ZIP+4	

☐	MICHAEL SMRT	233 N. MICHIGAN AVE., STE 2450	CHICAGO	IL	60601
Vice President	Actual Street Address	City	State	ZIP+4	

No person may execute this report knowing it is false in any material aspect. Any violation is subject to a civil penalty.

Dated

Signature Accepted Electronically

(Signature of an Authorized Person)

THOMAS P BRAGIEL

(Printed Name)