

File Number 5645 955.3 / 9-0-94

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DEPT-01 RECORDING \$16.00
 747777 TRAN 1725 07/29/91 16:38:00
 47686 : C *-91-379094
 COOK COUNTY RECORDER

Whereas, APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THIS STATE OF

FINANCIAL HORIZONS DISTRIBUTORS AGENCY, INC.

INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE HAS BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, *I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 16th day of July A.D. 19 91 and of the Independence of the United States the two hundred and 16th*



George H Ryan
 SECRETARY OF STATE

1600

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Form **BCA-13.15**

(Rev. Jan. 1991)

APPLICATION FOR CERTIFICATE
OF AUTHORITY TO
TRANSACTION BUSINESS IN ILLINOIS

SUBMIT IN DUPLICATE

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-6961

FILED

JUL 16 1991

GEORGE H. RYAN
SECRETARY OF STATE

This space for use by
Secretary of State

Date

License Fee

Franchise Tax

Filing Fee

Penalties

Approved:

7/16/91

\$ 2,951.30

\$ 75.00

\$ 3,026.30

Payment must be made by certified check, cashier's check, Illinois attorney's check, Illinois C.P.A.'s check or money order, payable to "Secretary of State."

1. (a) CORPORATE NAME: FINANCIAL HORIZONS DISTRIBUTORS AGENCY, INC.

(Complete item (b) only if the corporate name is not available in this state.)

(b) ASSUMED CORPORATE NAME: _____

(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation: Delaware

(b) Date of Incorporation: December 4, 1990

(c) Period of Duration: Perpetual

3. (a) Address of the principal office, wherever located: (b) Address of principal office in Illinois:

One Nationwide Plaza

NONE

Columbus, Ohio 43215

4. Name and address of the registered agent and registered office in Illinois.

Registered Agent C T CORPORATION SYSTEM

First Name

Middle Name

Last Name

Registered Office c/o C T CORPORATION SYSTEM, 208 S. La Salle Street

Number

Street

Suite #

Chicago

60604

Cook

City

Zip Code

County

5. States and countries in which it is admitted or qualified to transact business: Concurrently qualifying in Fla., Ind., Ky., La., Maine, N.Y. and Penn.

6. Names and residential addresses of officers and directors: SEE ATTACHED LIST

Name	No. & Street	City	State	Zip
President				
Secretary				
Director				
Director				
Director				

If more than 3, attach list

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7. Purpose or purposes proposed to be pursued in transacting business in this state:

(If not sufficient space to cover this point, add one or more sheets of this size.)

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware and permitted under the Illinois Business Corporation Act.

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
Common	---	without par value	2,000	1,000

9. Paid-in Capital: 6,001,000.00

(*Paid-in Capital* replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

10. (a) Give an estimate of the total value of all the property* of the corporation for the following year: \$ 200,000
- (b) Give an estimate of the total value of all the property* of the corporation for the following year that will be located in Illinois: \$ 0
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 12,000,000
- (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 4,000,000

11. Interrogatories:

- (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance: One Nationwide Plaza
Columbus, Ohio 43215
- (b) Number of shares of all classes owned by residents of Illinois: - 0 -
- (c) Number of shares of all classes owned by non-residents of Illinois: 1,000
- (d) Is the corporation transacting business in this state at this time? No
- (e) If the answer to item 11(d) is yes, state the exact date on which it commenced to transact business in Illinois:

12. This application is accompanied by a copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated June 21, 19 91

FINANCIAL HORIZONS DISTRIBUTORS AGENCY, INC.

(Exact Name of Corporation)

attested by

Dennis W. Click
(Signature of Secretary or Assistant Secretary)

by

Timothy E. Murphy
(Signature of President or Vice President)

Dennis W. Click, Asst. Secy.

(Type or Print Name and Title)

Timothy E. Murphy, President

(Type or Print Name and Title)

* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

** When the response to # 11(a) lists ONLY an Illinois address, then the total business as reflected in # 10(c) is also considered to be Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid-in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under # 11(a).

<u>Officers</u>	<u>Street and Number</u>	<u>City and State</u>	<u>Title</u>	<u>Term Expire</u>
John E. Fisher	W-One Nationwide Plaza H-1450 Clubview Blvd. S.	Columbus, OH 43216 Columbus, OH 43235	General Chairman	04/92
Peter F. Frenzer	W-One Nationwide Plaza H-1912 Abbotsford Green Dr.	Columbus, OH 43216 Powell, OH 43065	Vice Chairman	04/92
Timothy E. Murphy	W-One Nationwide Plaza H-10 Valley Run Dr.	Columbus, OH 43216 Powell, OH 43065	President	04/92
Thomas E. Kryshak	W-One Nationwide Plaza H-200 Marlow Dr.	Columbus, OH 43216 Worthington, OH 43088	Executive Vice President- Finance	04/92
Gordon E. McCutchan	W-One Nationwide Plaza H-2376 Oxford Rd.	Columbus, OH 43216 Columbus, OH 43221	Executive Vice President, General Counsel and Secretary	04/92
Joseph F. Ciminero	W-One Nationwide Plaza H-137 S. Virginia Lee Rd	Columbus, OH 43216 Columbus, OH 43209	Vice President and Treasurer	04/92
Ronald W. Benedick	W-One Nationwide Plaza H-2078 Yorkshire Rd.	Columbus, OH 43216 Columbus, OH 43221	Vice President	04/92
Dennis W. Click	W-One Nationwide Plaza H-890 Meadowview Dr.	Columbus, OH 43216 Columbus, OH 43065	Assistant Secretary	04/92
Douglas C. Robinette	W-One Nationwide Plaza H-272 Hopewell Dr.	Columbus, OH 43216 Powell, OH 43065	Assistant Treasurer	04/92

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<u>Directors</u>	<u>Street and Number</u>	<u>City and State</u>	<u>Term Expire</u>
John E. Fisher	W-One Nationwide Plaza H-1450 Clubview Blvd.	Columbus, OH 43216 Columbus, OH 43235	04/92
Peter F. Frenzer	W-One Nationwide Plaza H-1912 Abbotsford Green Dr.	Columbus, OH 43216 Powell, OH 43065	04/92
Harvey S. Galloway, JR.	W-One Nationwide Plaza H-815 Old Woods Rd.	Columbus, OH 43216 Columbus, OH 43235	04/92
James E. Brock	W-One Nationwide Plaza H-4723 Blacklick Eastern Rd.	Columbus, OH 43216 Baltimore, OH 43105	04/92
Timothy E. Murphy	W-One Nationwide Plaza H-10 Valley Run Dr.	Columbus, OH 43216 Powell, OH 43065	

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