

# STATE OF ILLINOIS DEPARTMENT OF INSURANCE



Whereas, the Hallberg Direct Insurance Company

located at Radford Park in the State of ILLINOIS  
has complied with all the requirements of the "ILLINOIS INSURANCE CODE" applicable to  
said Company:

NOW, THEREFORE, I, the undersigned, Director of Insurance of the State of Illinois, do  
hereby authorize the said Company to transact its appropriate business as set forth under  
Clause(s) \_\_\_\_\_

(a), (b), (c), (d), (e), (f), (g), (h), (i), (j), (k), (l) of Class 2

(a), (b), (c), (d), (e), (f), (g), (h), (i) of Class 3

of Section 4 of the "ILLINOIS INSURANCE CODE" in this State, in accordance with the  
laws thereof.



## In Testimony Whereof,

I hereto set my hand and cause to be affixed the Seal of my office.

Done at the City of Springfield, this 19th

day of October 1993

Stephen F. Selcke  
Stephen F. Selcke Director of Insurance

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DEPT-01 RECORDING  
1#2212 TRAN 0897 12/01/93 10:19:00  
#8850 # \*-93-978129  
COOK COUNTY RECORDER

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## ARTICLES OF INCORPORATION RESOLUTION

The undersigned, being all of the Secretary of:


HALLBERG DIRECT INSURANCE COMPANY,

do hereby certify that Article Two of the Articles of Incorporation of Hallberg Direct Insurance Company has been amended to read:

### Article Two

The principal office of the company shall be located at Bedford Park, Illinois.

Signed:

  
Gary Raymond Randant

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## Consent of Directors

The undersigned, being all of the directors of:

HALLBERG DIRECT INSURANCE COMPANY,

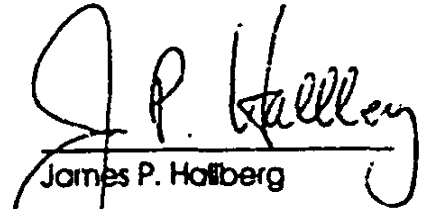
do hereby consent to and adopt the following resolution as of September 1, 1993:

Resolved, that this company does hereby approve an amendment to Article Two of the Articles of Incorporation of Hallberg Direct Insurance Company.

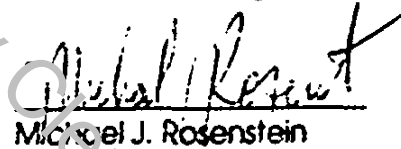
### Article Two

The principal office of the company shall be located at Bedford Park, Illinois.

Signed:

  
James P. Hallberg

  
Patricia L. Hallberg

  
Michael J. Rosenstein

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## Consent of Shareholders

The undersigned, being the sole shareholder of:

HALLBERG DIRECT INSURANCE COMPANY

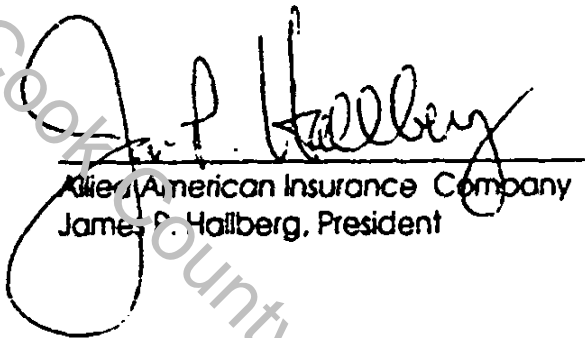
do hereby consent to add and adopt the following resolution as of September 1, 1993:

Resolved, that this company does hereby approve an amendment to Article Two of the Articles of Incorporation of Hallberg Direct Insurance Company.

### Article Two

The principal office of the company shall be located at Bedford Park, Illinois.

Signed:

  
\_\_\_\_\_  
Allier American Insurance Company  
James P. Hallberg, President

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## ARTICLES OF INCORPORATION OF HALLBERG DIRECT INSURANCE COMPANY

### ARTICLE ONE

The name of the company shall be Hallberg Direct Insurance Company.

### ARTICLE TWO

The principal office of the company shall be located at Bedford Park, Illinois.

### ARTICLE THREE

The duration of the company shall be perpetual.

### ARTICLE FOUR

The company shall engage in the writing of insurance policies under Article I, Section 4, Class 2 (A), (B), (C), (D), (E), (F), (G), (H), (I), (J), (K), and (L) and Article I, Section 4, Class 3 (A), (B), (C), (D), (E), (F), (G), (H), and (I) of the Illinois Insurance Code, as follows:

#### Class 2. Casualty Fidelity and Surety.

- (a) Accident and Health. Insurance against bodily injury, disablement or death by accident and against disablement resulting from sickness or old age and every insurance appertaining thereto.
- (b) Vehicle. Insurance against any loss or liability resulting from or incident to the ownership, maintenance or use of any vehicle (motor or otherwise), draft animal or aircraft. Any policy insuring against any loss or liability on account of the bodily injury or death of any person may contain a provision for payment of disability benefits to injured persons and death benefits to dependents, beneficiaries or personal representatives of persons who are killed, including the named insured, irrespective of legal liability of the insured, if the injury or death for which benefits are provided is caused by accident and sustained while in or upon or while entering into or alighting from or through being struck by a vehicle (motor or otherwise), draft animal or aircraft, and such provision shall not be deemed to accident insurance.
- (c) Liability. Insurance against the liability of the insured for the death, injury or disability of an employee or other person, and insurance against the liability of the insured person, and insurance against the liability of the insured for damage to or destruction of another person's property.
- (d) Workers' Compensation. Insurance of the obligations accepted by or imposed upon employers under laws for workers' compensation.

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- (e) Burglary and Forgery. Insurance against loss or damage by burglary, theft, larceny, robbery, forgery, fraud or otherwise; including all householders' personal property floater risks.
- (f) Glass. Insurance against loss or damage to glass including lettering, ornamentation and fittings from any cause.
- (g) Fidelity and Surety. Become surety or guarantor for any person, co-partnership or corporation in any position or place of trust or as custodian of money or property, public or private; or, becoming a surety or guarantor for the performance of any person, co-partnership or corporation of any lawful obligation, undertaking, agreement or contract of any kind, except contracts or policies of insurance; and underwriting blanket bonds. Such obligations shall be known and treated as surety ship obligations and such business shall be known as surety business.
- (h) Miscellaneous. Insurance against loss or damage to property and any liability of the insured caused by accidents to boilers, pipes, pressure containers, machinery and apparatus of any kind and any apparatus connected thereto, or used for creating, transmitting or applying power, light, heat, steam or refrigeration, making inspection of and issuing certificates of inspection upon elevators, boilers, machinery and apparatus of any kind and all mechanical apparatus and appliances appertaining thereto; insurance against loss or damage by water entering through leaks or openings in buildings, or from the breakage or leakage of a sprinkler, pumps, water pipes, plumbing and all tanks, apparatus, conduits and containers designed to bring water into buildings or for its storage or utilization therein, or caused by the falling of a tank, tank platform or supports, or against loss or damage from any cause (other than causes such as sprinkler, pumps, water pipes, plumbing, tanks, apparatus, conduits or containers; insurance against loss or damage which may result from the failure of debtors to pay their obligations to the insured; and insurance of the payment of money for personal services under contracts of hiring.
- (i) Other Casualty Risks. Insurance against any other casualty risk not otherwise specified under Classes 1 or 3, which may lawfully be the subject of insurance and may properly be classified under Class 2.
- (j) Contingent Losses. Contingent, consequential and indirect coverages wherein the proximate cause of the loss is attributable to any one of the causes enumerated under Class 2. Such coverages shall for the purpose of classification, be included in the specific grouping of the kinds of insurance wherein such cause is specified.
- (k) Livestock and Domestic Animals. Insurance against mortality, accident and health of livestock and domestic animals.
- (l) Legal Expense Insurance. Insurance which involves the assumption of a contractual obligation to reimburse the beneficiary against or pay on behalf of the beneficiary, all or a portion of his fees, cost, or expenses related to or arising

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out of services performed by or under the supervision of an attorney licensed to practice in the jurisdiction wherein the services are performed, regardless of whether the payment is made by the beneficiaries individually or by a third person for them, but does not include the provision of or reimbursement for legal services incidental to other insurance coverages. The insurance laws of this State, including this Act do not apply to:

- (i) Retainer contracts made by attorneys at law with individual clients with fees based on estimates of the nature and amount of services to be provided to the specific client, and similar contracts made with a group of clients involved in the same or closely related legal matters;
- (ii) Plans owned or operated by attorneys who are the providers of legal services to the plan;
- (iii) Plans providing legal service authorized or operated by a state, county, local or other bar association;
- (iv) Any lawyer referral service authorized or operated by a state, county, local or other bar association;
- (v) The furnishing of legal assistance by labor unions and other employee organizations to their members in matters relating to employment or occupation;
- (vi) The furnishing of legal assistance to members or dependents, by churches, consumer organizations, cooperatives, educational institutions, credit unions, or organizations of employees, where such organizations contract directly with lawyers or law firms for the provision of legal services and the administration and marketing of such legal services is wholly conducted by the organization or its subsidiary;
- (vii) Legal services provided by an employee Retirement Income Security Act of 1974;
- (viii) Any collectively bargained plan for legal services between a labor union and an employer negotiated pursuant to Section 302 of the labor Management Relations Act as now or hereafter amended, under which plan legal services will be provided for employees of the employer whether or not payments for such services are funded to or through an insurance company.

Class 3. Fire and Marine, etc.

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- (a) Fire. Insurance against loss or damage by fire, smoke and smudge, lightning or other electrical disturbances.
- (b) Elements. Insurance against loss or damage by earthquake, windstorms, cyclone, tornado, tempests, hail, frost, snow, ice, sleet, flood, rain, drought, or other weather or climatic conditions including excess or deficiency of moisture, rising of the waters of the ocean or its tributaries.
- (c) War, Riot and Explosion. Insurance against loss or damage by bombardment, invasion, insurrection, riot, strikes, civil war or commotion, military or usurped power, or explosion (other than explosion of steam boilers and the breaking of fly wheels on premises owned, controlled, managed, or maintained by the insured).
- (d) Marine and Transportation. Insurance against loss or damage to vessels, craft, aircraft, vehicles of every kind, (excluding vehicles operating under their own power or while in storage not incidental to transportation) as well as all goods, freights, cargoes, merchandise, effects, disbursements, profits, moneys, bullion, precious stones, securities, choses in action, evidence of debts, valuable papers, bottomry and respondentia interests and all other kinds of property and interests therein, in respect to, appertaining to or in connection with any or all risks or perils of navigation, transit, or transportation, including war risks, on or under any seas or other water, on land or in the air, or while being assembled, packed, crated, baled, compressed or similarly prepared for shipment or while awaiting the same or during any delays, storage, transshipment, or reshipment incident thereto, including marine builders' risks and all personal property floater risks; and for loss or damage to persons or property in connection with or appertaining to marine, inland marine, transit or transportation insurance, including liability for loss of or damage to wither arising out of or in connection with the construction, repair, operation, maintenance, or use of the subject matter of such insurance, (but not including life insurance or surety bonds); but, except as herein specified, shall not mean: insurances against loss by reason of bodily injury to the person; and insurance against loss or damage to precious stones, jewels, jewelry, gold, silver and other precious metals whether used in business or trade or otherwise and whether the same be in course of transportation or otherwise, which shall include jewelers' block insurance; and insurance against loss or damage to bridges, tunnels and other instrumentalities of transportation and communication (excluding buildings, their furniture and furnishings, fixed contents and supplies held in storage) unless fire, tornado, sprinkler leakage, hail explosion, earthquake, riot and civil commotion are the only hazards to be covered; and to piers, wharves, docks and slips, excluding the risks of fire, tornado, sprinkler leakage, hail, explosion, earthquake, riot and civil commotion; and to other aids to navigation and transportation, including dry docks and marine railways, against all risk.
- (e) Vehicle. Insurance against loss or liability resulting from or incident to the ownership, maintenance or use of any vehicle (motor or otherwise), draft animal or aircraft, excluding the liability of the insured for the death, injury or disability of another person.

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- (f) **Property Damage, Sprinkler Leakage and Crop Insurance** against the liability of the insured for loss or damage to another persons property or property interest from any cause enumerated in this class; insurance against loss or damage by water entering through leaks or openings in buildings, or from the breakage or leakage of a sprinkler, pumps, water pipes, plumbing and all tanks, apparatus, conduits and containers designed to bring water into buildings or for its storage or utilization therein, or caused by the falling of a tank, tank platform or supports or against loss or damage from any cause to such sprinklers, pumps, water pipes, plumbing, tanks, apparatus, conduits or containers; insurance against loss or damage from insects, diseases or other causes to trees, crops or other products of the soil.
- (g) **Other Fire and Marine Risks.** Insurance against any other property risk not otherwise specified under Classes 1 or 2, which may lawfully be the subject of insurance and may properly be classified under Class 3.
- (h) **Contingent Losses.** Contingent, consequential and indirect coverages wherein the proximate cause of the loss is attributable to any of the causes enumerated under Class 3. Such coverages shall, for the purpose of classification, be included in the specific grouping of the kinds of insurance wherein such cause is specified.
- (i) **Legal Expense Insurance.** Insurance which involves the assumption of a contractual obligation to reimburse the beneficiary against or pay on behalf of the beneficiary, all or a portion of his fees, costs, or expenses related to arising out of services performed by or under the supervision of an attorney licensed to practice in the jurisdiction wherein the services are performed, regardless of whether the payment is made by the beneficiaries individually or by a third person for them, but does not include the provision of or reimbursement for legal services incidental to other insurance coverages. The insurance laws of this State, including this Act do not apply to:
- (i) Retainer contracts made by attorneys at law with individual clients made by attorneys at law with individual clients with fees based on estimates of the nature and amount of services to be provided to the specific client, and similar contracts made with a group of clients involved in the same or closely related legal matters;
  - (ii) Plans owned or operated by attorneys who are the providers of legal services to the plan.
  - (iii) Plans providing legal service benefits to groups where such plans are owned or operated by authority of a state, county, local other bar association.
  - (iv) Any lawyer referral service authorized or operated by a state, county, local or other bar association;

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- (v) The furnishing of legal assistance by labor unions and other employee organizations to their members in matters relating to employment or occupation;
- (vi) The furnishing of legal assistance to members or dependents, by churches, consumer organizations, cooperatives, educational institutions, credit unions, or organizations of employees, where such organizations contract directly with lawyers or law firms for the provision of legal services is wholly conducted by the organization or its subsidiary;
- (vii) Legal services provided by an employee welfare benefit plan defined by the Employee Retirement Income Security Act of 1974;
- (viii) Any collectively bargained plan for legal services between a labor union and an employer negotiated pursuant to Section 302 of the Labor Management Relations Act as now or hereafter amended, under which plan legal services will be provided for employees of the employer whether or not payments for such services are funded to or through an insurance company.

## ARTICLE FIVE

- (1) The corporate powers of the company shall be exercised by, and its business and affairs shall be under the control of a board of directors composed of not less than three (3) nor more than twenty-one (21) natural persons who are shareholders and who are at least twenty-one (21) years of age and at least three (3) of whom are residents and citizens of this state.
- (2) The first board of directors shall be elected at the first meeting of shareholders and all directors shall be elected annually thereafter at the annual meeting of shareholders.
- (3) In all elections for directors every shareholder has the right to vote, in person or by proxy, for the number of shares owned by him, for as many persons as there are directors to be elected, or to accumulate his shares, and give one candidate as many votes as the number of directors multiplied by the number of his shares equals, or to distribute them on the same principle among as many candidates as he thinks fit, and the directors so elected shall hold office until the next annual meeting of the shareholders or until their successors have been elected and qualified.
- (4) The board of directors shall have the sole power to make, alter, amend, or repeal the by-laws for the government and regulation of the company's affairs.

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## ARTICLE SIX

The total number of shares of stock which the corporation shall have authority to issue is One Million (1,000,000) shares, all of which shall be designated as Common Shares and each of which shall have a par value of Ten (\$10.00) Dollars.

The number of common shares to be initially issued and sold shall be One Hundred Thousand (100,000) shares and shall provide a minimum paid-in surplus of \$1,000,000.00 and a minimum paid-in surplus of \$1,000,000.00.

In the WITNESS WHEREOF, the undersigned, being the incorporates herein above named, do hereby further certify that the facts herein above stated are truly set forth and accordingly have hereunto set our hands.

Date: October 6<sup>th</sup> 1993

Michael J. Rosenstein  
Michael J. Rosenstein

Patricia L. Hallberg  
Patricia Hallberg

James P. Hallberg  
James P. Hallberg

Approved this 10<sup>th</sup> day of October, 1993.

Stephen F. Selcke  
Director of Insurance  
Stephen F. Selcke

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