



**NORTH CAROLINA DEPARTMENT OF INSURANCE
FINANCIAL ANALYSIS & RECEIVERSHIP DIVISION
FINANCIAL ANALYSIS SECTION**

CERTIFICATION OF ORGANIZATIONAL MINUTES AND BYLAWS

| | | |
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| A | Company Name | |
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B Pursuant to North Carolina General Statute 58-7-40, the undersigned individuals (President, Secretary and majority of Board of Directors) of the Company named above, hereby certify the occurrence of the Company's Organizational Meeting and certify the meeting was transacted in the manner recorded in **Attachment 1**: "Minutes of the Organizational Meeting." Such manner included at least the following actions: Election of the Company's Board of Directors, the Board's election of the Company's Officers, and the Company's adoption of the Bylaws. **Attachment 2** is a copy of the adopted Bylaws. **Attachment 3** is a copy of amendments, if any, to the "Articles of Incorporation as filed with the North Carolina Secretary of State." Attached documents, along with **Attachment 4**: "Opening Balance Sheet" accompanied by **Attachment 5**: "Certification of Capitalization," comprise the basic records indicating establishment of the corporation, as required in statute 58-7-40, to be submitted to the Commissioner for his examination. The Commissioner upon his examination of the basic records may require other evidence to reach a decision on issuing the Company a license to operate in North Carolina.

- The attached "Minutes of the Organizational Meeting" document, before being notarized by a notary public, was signed and dated by either the elected Temporary Clerk of the Organizational Meeting who recorded the meeting at least prior to election of the Company's Secretary or by the Company's Secretary who replaced the Temporary Clerk.
- The attached Adopted Bylaws, before being notarized by a notary public, were signed and dated by the elected President and by the elected Secretary and by the majority of the elected Board of Directors.

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| C | | . | |
| President's Signature | Secretary's Signature | . | |
| Print or Type Name → | Print or Type Name → | . | |
| Month: Day: Year: | Month: Day: Year: | . | |

| D Signatures of All or Majority of: Board of Directors | | | | | |
|--|-------|-----|------|--------------------|-----------------------|
| | Month | Day | Year | Print or Type Name | Directors' Signatures |
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| E | Sworn to and subscribed before me, this the _____ day of _____, _____ | |
| | Notary's Seal | Notary Public → |
| | | My Commission expires → |
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