

F24000003844

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

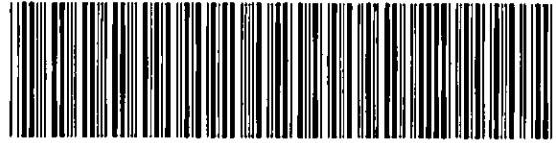
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

W24000086232

Office Use Only



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2024 JUL -3 PM 4:44

Generali U.S. Branch

28 Liberty Street, Suite 3040
New York, NY 10005



July 2, 2024

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Application for Foreign Qualification (Ref. Number W24000086232)
Letter Number: 524A00012428

Dear Ms. Andrews:

We are in receipt of your letter dated June 7, 2024, notifying us that our filing was incomplete due to the missing "street address of the officers and directors of the company on the form/application." Enclosed, please find the completed application, which now correctly includes the required information for the officers and directors.

Additionally, please find the Certificate of Incorporation dated June 26, 2023, a Good Standing Letter dated May 14, 2023, and a Certificate of Good Standing dated May 17, 2024. Please note that Generali USA Insurance Company (the "Company") is an insurance company and is therefore formed and regulated by the New York Department of Financial Services. As a result, the Company is not registered with, nor does it have any documentation from, the New York Secretary of State.

We hope this satisfies your request. Should you have any questions or concerns, please contact me at (212) 602-7608 or via the email address below.

Sincerely,



Ruth Oren
Associate General Counsel
Ruth_oren@generaliusa.com

RECEIVED
JUL - 3 2024

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Generali USA Insurance Company

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Ruth Oren

Name of Person

Generali USA Insurance Company

Firm/Company

28 Liberty Street, Suite 3040

Address

New York, NY, 10005

City/State and Zip code

ruth_oren@generaliusa.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Ruth Oren

at (212) 602-7608

Name of Person

Area Code

Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

Please make check payable to: **FLORIDA DEPARTMENT OF STATE**

- \$70.00 Filing Fee \$78.75 Filing Fee & Certificate of Status \$78.75 Filing Fee & Certified Copy \$87.50 Filing Fee, Certificate of Status & Certified Copy

RECEIVED
JUL - 3 2024

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Generali USA Insurance Company
(Enter name of corporation: must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co." or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. New York 3. 93-2116870
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. June 22, 2023 5.
(Date of incorporation) (Date of duration, if other than perpetual)

6. N/A
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 28 Liberty Street, Suite 3040, New York, NY, 10005
(Principal office street address)

(Current mailing address, if different)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip code)

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9. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

[Handwritten Signature]
(Registered agent's signature)

10. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

Note: See attached Certificate of Incorporation. We did not file in FL within the 90-day window because the company was not licensed at the time in NY, its State of domicile.

11. For initial indexing purposes, list names, titles and addresses of the primary officers and/or directors [up to six (6) total]:

A. DIRECTORS

Chairman Name: Tarik Ajami
 Vice Chairman Address: _____
 Director 28 Liberty Street, Suite 3040
 President New York, NY 10005
 Vice President _____
 Secretary Treasurer
 Other _____ Other _____

Chairman Name: Simone Bemporad
 Vice Chairman Address: _____
 Director Piazza Tre Torri, 1
 President 20145 Milano, Italy
 Vice President _____
 Secretary Treasurer
 Other _____ Other _____

Chairman Name: Christopher Carnicelli
 Vice Chairman Address: _____
 Director 28 Liberty Street, Suite 3040
 President New York, NY 10005
 Vice President _____
 Secretary Treasurer
 Other _____ Other _____

Chairman Name: Jean-Yves Le Berre
 Vice Chairman Address: _____
 Director 2 Rue Pillet Will
 President 75009 Paris, France
 Vice President _____
 Secretary Treasurer
 Other _____ Other _____

Chairman Name: Amanda Lorenz
 Vice Chairman Address: _____
 Director 9797 Aero Drive, Suite 300
 President San Diego, CA 92123
 Vice President _____
 Secretary Treasurer
 Other _____ Other _____

Chairman Name: Ruth Oren
 Vice Chairman Address: _____
 Director 28 Liberty Street, Suite 3040
 President New York, NY 10005
 Vice President _____
 Secretary Treasurer
 Other _____ Other _____

Important Notice: Use an attachment to report more than six (6). The attachment will be imaged for reporting purposes only. Non-indexed individuals may be added to the index when filing your Florida Department of State Annual Report form.

12. *Ruth Oren*
 Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. Ruth Oren, Director
 (Typed or printed name and capacity of person signing application)



NEW YORK STATE
DEPARTMENT *of*
FINANCIAL SERVICES

Kathy Hochul
Governor

Adrienne A. Harris
Superintendent

THE PEOPLE OF THE STATE OF NEW YORK, by Adrienne A. Harris, Superintendent of Department of Financial Services, pursuant to Section 1201 of the Insurance Law, do hereby certify that

Generali USA Insurance Company

having complied with the requirements of said Law to become a body corporate, is hereby declared to be incorporated, effective June 22, 2023.



In Witness Whereof, I have hereunto set my hand and affixed the official seal of this Department at the City of Albany, this 26th day of June 2023

Adrienne A. Harris
Superintendent

By

A black and white image of a handwritten signature, identified as Rawle Lewis, written in white ink on a black background.

Rawle Lewis
Acting Special Deputy Superintendent

KATHY HOCHUL
Governor



ADRIENNE A. HARRIS
Superintendent

May 13, 2024

Marisa Matays, Esq.
Willkie Farr & Gallagher LLP
787 Seventh Avenue
New York, NY 10019-6099

Re: Generali USA Insurance Company ("GUSA")
Good Standing Letter - Various States

Dear Ms. Matays:

This is in reply to that part of your May 2, 2024 communication requesting a certificate for use by the above company as part of its application for admission to other states.

An examination of our records reveals that Generali USA Insurance Company is a stock company that is licensed in New York on April 23, 2024 to transact the lines of insurance business defined and specified in the following subparagraphs of paragraph (a) of Section 1113 of the New York Insurance Law: 3,4,5,6,7,8,9,10,11,12,13,14,15,16,17,19,20,21 and 28. A similarly licensed company that was domiciled in another state would be required to have a minimum capital of at least \$1,000,000, a minimum initial surplus to policyholders of at least \$10,100,000 (includes capital), a minimum surplus to policyholders to be maintained of at least \$6,400,000 (includes capital) and a minimum deposit of at least \$500,000. An examination as of February 29, 2024 concluded that GUSA complied with the aforementioned financial requirements.

A company must apply for authority for all lines of business it is transacting anywhere. A company must have transacted the lines of business for which it is seeking to be licensed in its state of domicile. This requirement may be waived by the Superintendent of Financial Services in her discretion (see Section 4119 of the Insurance Law).

No surety bond is required. Our requirements would be subject to the reciprocal provisions of Section 1112 of the Insurance Law.

No law or regulation of the State of New York would prevent GUSA from extending its insurance operations to another state.

GUSA remains in good standing regarding its solvency to the date of this certificate.

Very truly yours,

Robert Darmento

Robert Darmento
Financial Services Examiner 2

cc: Ms. Lau

Certificate of Good Standing

STATE OF NEW YORK
DEPARTMENT OF FINANCIAL SERVICES

It is hereby certified that

GENERALI USA INSURANCE COMPANY
of New York, New York

was incorporated under the Laws of the State of New York on June 22, 2023, under the title of GENERALI USA INSURANCE COMPANY and was licensed to transact insurance business in the State of New York on April 23, 2024 under the title of GENERALI USA INSURANCE COMPANY.

IT IS HEREBY FURTHER CERTIFIED that the aforesaid Company is duly authorized in the State of New York to transact the business of accident and health, accident and health, fire, miscellaneous property, water damage, burglary and theft, glass, boiler and machinery, elevator, animal, collision, personal injury liability, property damage liability, workers' compensation and employers' liability, fidelity and surety, credit, motor vehicle and aircraft physical damage, marine and inland marine, marine protection and indemnity and service contract reimbursement insurance as specified in the paragraph(s) 3(i), 3(ii), 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 19, 20, 21 and 28 of Section 1113(a) of the New York Insurance Law, and also such workers' compensation insurance as may be incident to coverages contemplated under paragraphs 20 and 21 of Section 1113(a), including insurances described in the Longshoremen's and Harbor Workers' Compensation Act (Public Law No. 803, 69 Cong. as amended; 33 USC Section 901 et seq. as amended), and has been continuously licensed and remains in good standing to the date of this certificate.



*** INVALID WITHOUT OFFICIAL SEAL ***

Certificate of Good Standing

STATE OF NEW YORK

DEPARTMENT OF FINANCIAL SERVICES



In Witness Whereof, I have hereunto set my hand
and affixed the official seal of this Department
at the City of Albany, New York, this
17th day of May, 2024

ADRIENNE A. HARRIS

Superintendent

By

A black and white signature of Rawle Lewis, written in cursive, is placed over a solid black rectangular background.

Rawle Lewis

Special Deputy Superintendent