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Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

Crum National Insurance, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	8657
Estimated Charge	\$87.50

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
CRUM NATIONAL INSURANCE, INC.**

The undersigned, acting as Incorporators, adopt and file these Articles of Incorporation and form a general insurance and reinsurance company for the purpose of insurance, other than life insurance (the "Corporation") under the Florida Business Corporation Act (the "Act"), as follows:

**I.
Name**

The name of the Corporation is **Crum National Insurance, Inc.** Its principal office is located in Pinellas County, Florida at 3040 Gulf to Bay Boulevard, Suite 110, Clearwater, Florida 33759.

**II.
Term of Existence**

The Corporation's existence commences on the date of the filing of these Articles of Incorporation with the Department of State of the State of Florida. The Corporation will have perpetual existence thereafter unless dissolved according to law.

**III.
Purposes**

The purposes for which the Corporation is formed are as follows: (a) to transact a general insurance and reinsurance business, other than life insurance, in any of the kinds of insurance authorized by the Florida Insurance Code, Chapters 624, et seq. of the Florida Statutes, as it may be amended from time to time; (b) to perform all acts now or hereafter permitted to be done by a domestic stock insurance company under Florida law; and (c) to conduct any other lawful business permitted under the Act.

**IV.
Capital Stock**

The Corporation is authorized to issue 7,500 shares of \$1.00 par value common stock, which will be designated Common Stock.

The Common Stock will be issued for such consideration as may be determined by the Board of Directors.

**V.
Incorporators**

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

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<u>Name</u>	<u>Residence Address</u>
Frank W. Crum, Sr.	1871 McCauley Clearwater, FL 33765
Frank W. Crum, Jr.	3268 Nicks Place Clearwater, FL 33761
Carol A. Critelli	8049 - 52 nd St. N Pinellas Park, FL 33871
Michael D. Kindt	5912 Cachette De Rivera Ct. New Port Richey, FL 34655
John H. Meek, Jr.	51 Carlouel Drive Clearwater, FL 33767

VI.
Principal Office

The principal office and mailing address of the Corporation is 3040 Gulf To Bay Boulevard, Suite 110, Clearwater, Florida 33759

VII.
Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is c/o Piper Rudnick LLP, 101 East Kennedy Boulevard, Suite 2000, Tampa, Florida 33602 and the name of its initial registered agent at such address is David A. Beyer.

The Board of Directors may from time to time change the registered office to any other address in the State of Florida and change the registered agent.

VIII.
Directors

The Corporation will have 7 directors initially. The term of office of the initial directors shall be for one year after the date of incorporation. The number of directors may be increased or decreased from time to time as provided in the bylaws of the Corporation, but the Corporation will always have at least 5 directors. The names and addresses of the initial directors of the Corporation, who will serve until their successor(s) are duly elected and qualified, are as follows:

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<u>Name</u>	<u>Address</u>
1. Frank W. Crum, Sr.	3040 Gulf to Bay Boulevard Suite 200 Clearwater, FL 33759
2. Frank W. Crum, Jr.	3040 Gulf to Bay Boulevard Suite 200 Clearwater, FL 33759
3. Carol A. Critelli	3040 Gulf to Bay Boulevard Suite 200 Clearwater, FL 33759
4. Michael D. Kindt	5912 Cachette De Rivera Ct. New Port Richey, FL 34655
5. John H. Meek, Jr.	51 Carlouel Dr. Clearwater, FL 33767
6. John R. Dixon	15820 Berea Dr. Odessa, FL 33556
7. Brian M. Boales	2141 Hidden Mill Run Snellville, GA 30078

IX.**Affiliated Transactions**

The Corporation elects not to be governed by the requirements or other provisions regarding affiliated transactions of Section 607.0901 of the Act. Therefore, the terms of such section of the Act will not apply with respect to the approval, adoption, authorization, ratification or effectuation of any affiliated transactions involving the Corporation.

X.**Control Share Acquisitions**

The Corporation elects not to be governed by the requirements or other provisions regarding control-share acquisitions of Section 607.0902 of the Act. Therefore, the terms and provisions of Section 607.0902 will not apply with respect to any control-share acquisition of any equity securities of the Corporation and the equity securities of the Corporation will have any and all other rights and privileges available under the Act.

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XI.
Bylaws

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.

XII.
Indemnification

The Corporation will indemnify any director or officer or any former director or officer, to the fullest extent permitted by law.

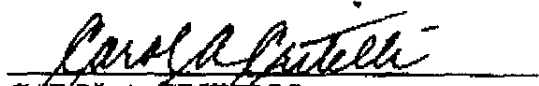
XIII.
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on _____, 2002.


FRANK W. CRUM, SR.


FRANK W. CRUM, JR.

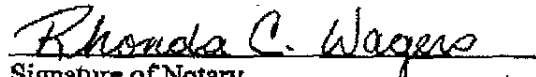

CAROL A. CRIPELLI


MICHAEL D. KINDT


JOHN H. MEEK, JR.

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 26 DEC, 2002, by FRANK W CRUM JR, who is personally known to me or has produced _____ as identification.


Signature of Notary
Printed Name of Notary Rhonda C. Wagers
Notary Public, State of Florida
Serial Number of Notary _____

STATE OF FLORIDA)
COUNTY OF PINELLAS)



RHONDA C. WAGERS
Notary Public, State Of Florida
My Commission Expires April 25, 2006
Commission No. # DD 111778

H03000004703

The foregoing instrument was acknowledged before me this 26 DEC, 2002, by FRANK W CRUM SR, who is personally known to me or has produced _____ as identification.

Rhonda C. Wagers
Signature of Notary

Printed Name of Notary Rhonda C. Wagers

Notary Public, State of Florida

Serial Number of Notary _____

STATE OF FLORIDA)
COUNTY OF PINELLA)



RHONDA C. WAGERS
Notary Public, State Of Florida
My Commission Expires April 25, 2006
Commission No. # DD 111778

The foregoing instrument was acknowledged before me this 26 DEC, 2002, by CAROL A CRITELLI, who is personally known to me or has produced _____ as identification.

Rhonda C. Wagers
Signature of Notary

Printed Name of Notary Rhonda C. Wagers

Notary Public, State of Florida

Serial Number of Notary _____

STATE OF FLORIDA)
COUNTY OF PINELLAS)



RHONDA C. WAGERS
Notary Public, State Of Florida
My Commission Expires April 25, 2006
Commission No. # DD 111778

The foregoing instrument was acknowledged before me this 26 DEC, 2002, by JOHN H MEER JR, who is personally known to me or has produced _____ as identification.

Rhonda C. Wagers
Signature of Notary

Printed Name of Notary Rhonda C. Wagers

Notary Public, State of Florida

Serial Number of Notary _____



RHONDA C. WAGERS
Notary Public, State Of Florida
My Commission Expires April 25, 2006
Commission No. # DD 111778

H03000004703

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 26 DEC, 2002, by MICHAEL D KINDT, who is personally known to me or has produced _____ as identification.

Rhonda C. Wagers
Signature of Notary
Printed Name of Notary Rhonda C. Wagers
Notary Public, State of Florida
Serial Number of Notary _____

ACCEPTANCE BY REGISTERED AGENT

 RHONDA C. WAGERS
Notary Public, State Of Florida
My Commission Expires April 25, 2006
Commission No. # DD 111778

I accept the appointment as Registered Agent of the Company to accept service of process on its behalf, at the place designated in these Articles of Organization. I am familiar with, and accept, the obligations of my position as registered agent as provided for in the Act

Dated: 12-23, 2002.

David A. Beyer
DAVID A. BEYER

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TALLAHASSEE, FLORIDA