

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP      ☐ WAIT      ☐ MAIL

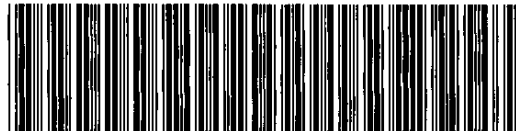
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



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09/12/06--01001--001 \*\*87.50

RECEIVED  
06 SEP 11 PM 2:24  
STATE  
INVESTIGATIONS  
TALLAHASSEE, FLORIDA

FILED  
2006 SEP 11 PM 3:28  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

1. Burch SEP 12 1964

✓  
Pennington  
Moore  
Wilkinson  
Bell &  
Dunbar P.A.  
ATTORNEYS AT LAW  
www.penningtonlaw.com

Angela M. Fausett  
Administrative Assistant  
Legal /Legislative

(850) 222-3533  
[angie@penningtonlaw.com](mailto:angie@penningtonlaw.com)

September 11, 2006

\$ 87<sup>50</sup>—

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

RE: File Auto Club Insurance Company of Florida

Dear Judy,

Please let this letter serve as a request to file and for "1" Copy of Articles of Incorporation and Amendments for Auto Club Insurance Company of Florida, and "1" Certificate of Status.

Please call me when ready, I will have a check drawn for the amount due and send a runner to pick up. (Angie @ 222-3533)

Thank you,

  
Angela M. Fausett

Angie Fausett % Pennington  
(Requestor's Name) Law Firm

P.O. Box 10095  
(Address)

Tallahassee FL 322 -  
(City, State, Zip) (Phone #) 3533

OFFICE USE ONLY

\* Please call when ready. I'll send a runner with check for amount owed.

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Auto Club Insurance Company of Florida  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark

Examiner's Initials

**APPROVED**

SEP 5 2006

**ARTICLES OF INCORPORATION  
OF  
AUTO CLUB INSURANCE COMPANY OF FLORIDA**

Dictated by zm

**ARTICLE I. Name**

The name of the corporation shall be AUTO CLUB INSURANCE COMPANY OF FLORIDA.

**ARTICLE II. Principal Office**

The principal office and place of business of this corporation in the State of Florida shall be 1515 N. Westshore Blvd., Tampa, Florida 33607.

**ARTICLE III. Purpose**

The corporation shall have the power and authority to transact property and casualty insurance as authorized under the laws of the State of Florida, as they now exist or may hereafter be amended, and to exercise any and all other lawful rights, powers, privileges and activities under the laws of the State of Florida or the United States.

**ARTICLE IV. Capital Stock**

The maximum number of shares of stock that this corporation is authorized to issue is ten thousand (10,000) shares of common stock, having a par value of \$1.00 per share. The corporation's surplus to policyholders shall be not less than the amount required under Florida law.

**ARTICLE V. Term of Existence**

The corporation shall exist perpetually.

**ARTICLE VI. Initial Registered Office and Agent**

The initial registered office of this corporation shall be 1515 N. Westshore Blvd., Tampa, Florida 33607 and the initial registered agent of this Corporation shall be The Chief Financial Officer of the State of Florida.

**ARTICLE VII. Directors**

(A) The corporation shall initially have nine (9) directors, the majority of whom shall be United States citizens, and all of whom are over the age of 18. The authorized number of directors may be increased or decreased from time to time by the affirmative vote or written consent of all of the directors of the corporation, provided that the authorized number of directors shall be divisible by three (3), and shall never be less than six (6).

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2006 SEP 11 PM 3:28

FILED

**ARTICLE VIII.     Shareholders Agreement**

By their signature below, the incorporators of the corporation approve the provisions of these Articles of Incorporation as a shareholders agreement pursuant to Section 607.0732 of the Florida Business Corporation Act adopted by the incorporators prior to the issuance by the corporation of any shares. Additional terms and conditions of such shareholder agreement, which shall not be inconsistent with the provisions of these Articles of Incorporation, may be set forth in the bylaws of the corporation and approved pursuant to Section 607.0732 of the Florida Business Corporation Act.

**ARTICLE IX.       Amendments**

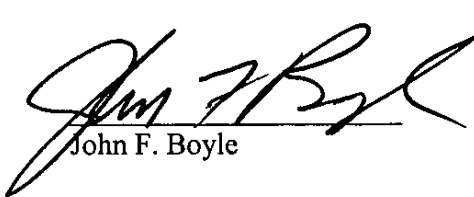
These Articles of Incorporation may be amended only by the affirmative vote or written consent of all directors entitled to vote and the affirmative vote or written consent of all shareholders of the corporation entitled to vote.

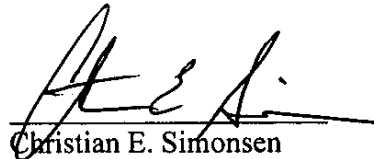
**ARTICLE X.        Incorporators**

The names and residence street addresses of the incorporators, all of whom are over the age of 18 and United States citizens, are:

1. John F. Boyle, 8 Wandering River, Coto de Caza, CA 92679.
2. Danny G. Jiles, 2229 Highland Woods Drive, Dunedin, FL 34698
3. Sean H. Maloney, 69 Willow Tree Place, Grosse Point Shores, MI 48236.
4. J. Terry McElroy, 18633 Fox Hollow Court, Northville, MI 48167.
5. Christian E. Simonsen, 21582 Honeysuckle Street, Trabuco Canyon, CA 92679.
6. John A. Tomlin, 18008 Clear Lake Drive, Lutz, FL 33548

The following Incorporators have set their hands this 6th day of September, 2006.

  
John F. Boyle

  
Christian E. Simonsen

STATE OF                    )  
                                  ) ss  
COUNTY OF                )

PERSONALLY APPEARED before me, \_\_\_\_\_,  
who acknowledged executing the above Articles of Incorporation.

\_\_\_\_\_  
Notary Public

My commission expires:

**See Attached Certificate**

STATE OF                    )  
                                  ) ss  
COUNTY OF                )

PERSONALLY APPEARED before me, \_\_\_\_\_,  
who acknowledged executing the above Articles of Incorporation.

\_\_\_\_\_  
Notary Public

My commission expires:

## **CERTIFICATE OF ACKNOWLEDGMENT**

State of California

County of Orange

}

ss.

On September 6, 2006 before me, Leticia Sauri, Notary Public----  
Date (Name and Title of the Officer)

personally appeared John F. Boyle and Christian E. Simonsen - - - personally  
Name (s) of Signer (s)

known to me (~~or proved to me on the basis of satisfactory evidence~~) to be the  
person(s) whose names(s) are subscribed to the within instrument and acknowledged to  
me that they executed the same in their authorized capacity (ies), and that  
by their signature(s) on the instrument the person(s), or the entity upon behalf of  
which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Leticia Sauri

Signature of Notary Public in and for said State



Notary Seal

### OPTIONAL INFORMATION

Description of Attached Document Articles of Incorporation  
Number of Pages 7  
Document Date None

Right Thumbprint of Signer  
(Optional)

The following Incorporators have set their hands this 8<sup>TH</sup> day of SEPTEMBER 2006.

Sean H. Maloney  
Sean H. Maloney

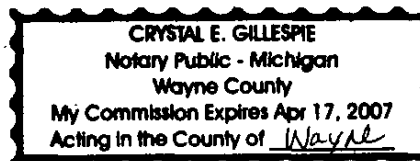
J. Terry McElroy  
J. Terry McElroy

STATE OF MICHIGAN )  
COUNTY OF WAYNE ) ss

PERSONALLY APPEARED before me, SEAN H. MALONEY,  
who acknowledged executing the above Articles of Incorporation.

Crystal E. Gillespie  
Notary Public

My commission expires: 4-17-2007

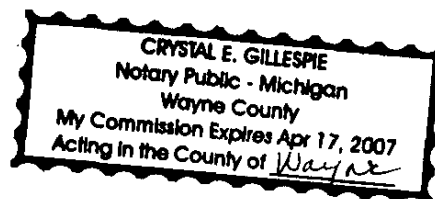


STATE OF MICHIGAN )  
COUNTY OF WAYNE ) ss

PERSONALLY APPEARED before me, J. TERRY MCELROY,  
who acknowledged executing the above Articles of Incorporation.

Crystal E. Gillespie  
Notary Public

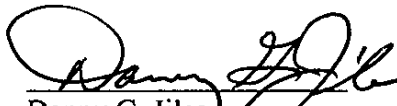
My commission expires: 4-17-2007





The following Incorporators have set their hands this 7 day of September 2006.

  
John A. Tomlin

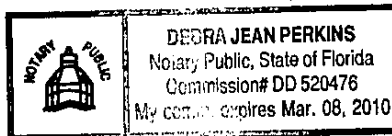
  
Danny G. Jiles

STATE OF Florida ,  
COUNTY OF Hillsborough ) ss

PERSONALLY APPEARED before me, John A. Tomlin,  
who acknowledged executing the above Articles of Incorporation.

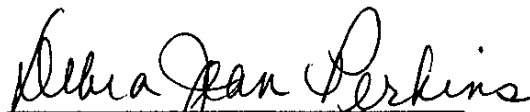
  
Notary Public

My commission expires:

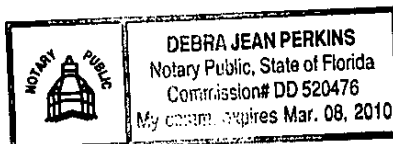


STATE OF Florida ,  
COUNTY OF Hillsborough ) ss

PERSONALLY APPEARED before me, Danny G. Jiles,  
who acknowledged executing the above Articles of Incorporation.

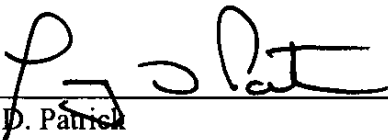
  
Notary Public

My commission expires:



**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process from the Insurance Commissioner of the State of Florida for Auto Club Insurance Company of Florida at the place designated in the Articles of Incorporation, Larry D. Patrick agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

  
\_\_\_\_\_  
Larry D. Patrick

Date: 9-7-06