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08 FEB 15 PM 1:47
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
08 FEB 15 PM 2:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Handwritten signature]

COVER LETTER

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

SUBJECT: The Responsive Auto Insurance Company
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

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

ADDITIONAL COPY REQUIRED

FROM: Meredith Snowden
Name (Printed or typed)

P.O. Box 10095
Address

Tallahassee FL 32302
City, State & Zip

202-3533
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

APPROVED

**ARTICLES OF INCORPORATION
OF
THE RESPONSIVE AUTO INSURANCE COMPANY**

FEB 14 2008

ARTICLE I. Name

Docketed by: EM

The name of the corporation shall be THE RESPONSIVE AUTO INSURANCE COMPANY

ARTICLE II. Principal Office

The principal office of this corporation in the State of Florida shall be 8151 Peters Road, Suite 1000, Miramar, FL 33324.

ARTICLE III. Purpose

The corporation shall have the power and authority to transact property and casualty insurance as authorized under the laws of the States 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 100,000 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 8151 Peters Road, Suite 1000, Miramar, Florida, 33324, and the initial registered agent of this Corporation shall be The Chief Financial Officer of the State of Florida.

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TALLAHASSEE, FLORIDA

ARTICLE VII. Directors

The corporation shall never have less than five directors, the majority of whom shall be United States citizens, and all of whom are over the age of 18. The names and residence addresses of the directors, whose initial terms of office shall be for one year, are:

John D. Machul
3201 NE 183rd St, #403
Aventura, FL 33160

Victor A. Arocho
18532 NW 23rd
Pembroke pines, FL 33029

William E. Fritz
3672 Saratoga Ave.
Downers Grove, IL 60515

John M. Cox, Jr.
241 Gale Ave.
River Forest, IL 60305

Philip W. Stewart
1130 Donegal Ct.
Woodstock, IL 60098

ARTICLE VIII. Authority of Directors

The Directors of the corporation shall have the power to cause the corporation from time to time, and at any time, to purchase, hold, sell, transfer, or otherwise deal with (A) shares of any class or series issued by it, (B) any security or other obligation of the corporation which may confer upon the holder thereof the right to convert the same into shares of any class or series authorized by the Articles of the corporation, and (C) any security or other obligation which may confer upon the holder thereof the right to purchase shares of any class or series authorized by the Articles of the corporation. The corporation shall have the right to repurchase, if and when any shareholder desires to sell, or on the happening of any event is required to sell, shares of any class or series issued by the corporation. The authority granted in this Article VIII of these Articles shall not limit the plenary authority of the Directors to purchase, hold, sell, transfer, or otherwise deal with shares of any class or series, securities, or other obligations issued by the corporation or authorized by its Articles. Directors may be removed with or without cause.

ARTICLE IX. 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 D. Machul: 3201 NE 183rd St., #403, Aventura, FL
2. Victor A. Arocho: 18532 NW 23rd, Pembroke Pines, FL
3. William E. Fritz: 3672 Saratoga Ave., Downers Grove, IL
4. John M. Cox, Jr.: 241 Gale Ave, River Forest, IL
5. Philip W. Stewart: 1130 Donegal Ct, Woodstock, IL

The Incorporators have set their hands this 12 day of February, 2008.


1. [Signature] 2. [Signature]
3. [Signature] 4. _____
5. _____

**STATE OF FLORIDA
COUNTY OF BROWARD**

1. JOHN D. MACHUL, having personally appeared before me, hereby acknowledges executing these Articles of Incorporation.

[Signature]
Notary Public

My commission expires:

NOTARY PUBLIC-STATE OF FLORIDA
 Lilia M. Ortega
Commission # DD538867
Expires: APR. 10, 2010
Bonded Thru Atlantic Bonding Co., Inc.

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2. Victor A. Arocho: 18532 NW 23rd, Pembroke Pines, FL
3. William E. Fritz: 3672 Saratoga Ave., Downers Grove, IL
4. John M. Cox, Jr.: 241 Gale Ave, River Forest, IL
5. Philip W. Stewart: 1130 Donegal Ct, Woodstock, IL

The Incorporators have set their hands this ____ day of _____, 2008.

1. _____

2. _____

3. _____

4.  _____

5. _____

**STATE OF FLORIDA
COUNTY OF BROWARD**

1. JOHN D. MACHUL, having personally appeared before me, hereby acknowledges executing these Articles of Incorporation.

Notary Public

My commission expires:

ARTICLE IX. Incorporators

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

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5. Philip W. Stewart: 1130 Donegal Ct, Woodstock, IL

The Incorporators have set their hands this ____ day of _____, 2008.

1. _____ 2. _____

3. _____ 4. _____

5. 

**STATE OF FLORIDA
COUNTY OF BROWARD**

1. JOHN D. MACHUL, having personally appeared before me, hereby acknowledges executing these Articles of Incorporation.


Notary Public

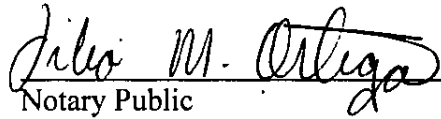
My commission expires:

STATE OF FLORIDA

COUNTY OF BROWARD

2. VICTOR A. AROCHO, having personally appeared before me, hereby acknowledges executing these Articles of Incorporation.

NOTARY PUBLIC-STATE OF FLORIDA
 Lilia M. Ortega
Commission # DE#38867
Expires: APR. 10, 2010
Bonded Third Atlantic Surety Co., Inc.
My commission expires:


Notary Public

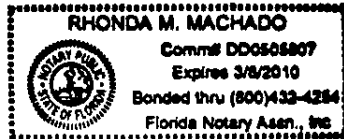
STATE OF ~~ILLINOIS~~ FLORIDA

COUNTY OF LEE

3. WILLIAN E. FRITZ, having personally appeared before me, hereby acknowledges executing these Articles of Incorporation.

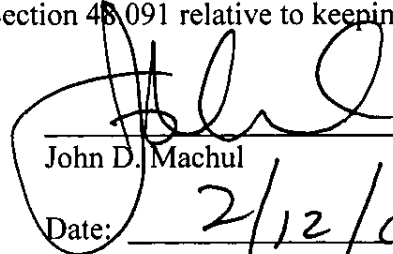
My commission expires:


Notary Public



ACCEPTANCE OF REGISTERED AGENT

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



John D. Machul
Date: 2/12/08

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA