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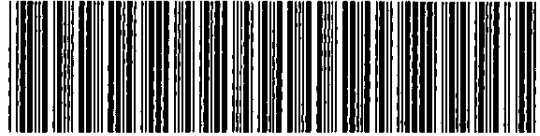
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Shivers DEC 29 2008

COVER LETTER

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

SUBJECT: EGL Insurance Services (Florida), Inc.

(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: Paul P. Sanford

Name (Printed or typed)

106 South Monroe Street

Address

Tallahassee, FL 32301

City, State & Zip

850-222-7200

Daytime Telephone number

2000 DEC 24 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

**ARTICLES OF INCORPORATION
FOR
EGI INSURANCE SERVICES (FLORIDA), INC.**

The undersigned incorporators, for the purpose of forming a corporation for profit pursuant to the laws of the State of Florida, and particularly Chapter 607, Florida Statutes, hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be EGI INSURANCE SERVICES (FLORIDA), INC., for convenience, the corporation shall be referred to in this instrument as the "Company." These Articles of Incorporation as the "Articles", and the Bylaws of the Company as "the Bylaws."

ARTICLE II

OFFICE

The principal office and mailing address of the Company shall be 106 South Monroe Street, Tallahassee, FL 32301, or at such other place as may be subsequently designated by the Board of Directors. All books and records of the Company shall be kept at its principal office or at such other place as may be permitted by the Act.

ARTICLE III

PURPOSE

The purpose for which the Company is organized is to engage in any and all business permitted under the laws of the State of Florida and elsewhere, including but not limited to all aspects of the sale of insurance in the State of Florida.

ARTICLE IV

POWERS

The Company shall have all of the common-law and statutory powers of a corporation for profit under the Laws of Florida, except as expressly limited or restricted by the terms of these Articles or the Bylaws, and all of the powers and duties reasonably necessary to operate the Company pursuant to the Bylaws, as they may be amended from time to time.

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ARTICLE V

AUTHORIZED
SHARES

The Company shall be authorized to issue up to Ten Thousand (10,000) shares, having a par value of One Hundred Dollars (\$100.00) per share.

ARTICLE VI

TERM OF
EXISTENCE

The Company shall have perpetual existence.

ARTICLE VII

OFFICERS

The day to day affairs of the Company shall be administered by the Officers holding the office designated in the Bylaws. The Officers shall be elected by the Board of Directors of the Company at its first meeting following the annual meeting of the shareholders of the Company and shall serve at the pleasure of the Board of Directors. The Bylaws may provide for the removal from office of Officers, for filling vacancies and for the duties and qualifications of the Officers. The terms of office of the initial Officers shall be for not more than one year after the date of incorporation of the Company. The names and addresses of the initial Officers whose initial terms of office shall be for one year and who thereafter shall serve as designated by the Board of Directors are as follows:

President and Chief Executive Officer: James H. Cizek

Vice President: Richard W. Bird

Secretary: Richard W. Bird

ARTICLE VIII

DIRECTORS

8.1 Number and Qualification. The property, business and affairs of the Company shall be managed by a board consisting of the number of Directors determined in the manner provided by the Bylaws, but which shall consist at any time of not less than three (3) Directors.

8.2 Duties and Powers. All of the duties and powers of the Company shall be exercised exclusively by the Board of Directors, its Officers, agents, contractors or employees.

8.3 Election; Removal. Directors of the Company shall be elected at the annual meeting of the Shareholders in the manner determined by, and subject to the qualifications set forth, in the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws. Elections of Directors need not be by written ballot except and to the extent provided in the Bylaws of the Company.

8.4 Standards. Each Director shall discharge his or her duties as a Director, including any duties as a member of a Committee: in good faith; with the care an ordinary prudent person in a like position would exercise under similar circumstances; and in a manner reasonably believed to be in the best interests of the Company, Unless a Director has knowledge concerning a matter in question that makes reliance unwarranted, a Director, in discharging his or her duties, may rely on information, opinions, reports or statements, including financial statements and other data, if prepared or presented by: one or more Officers or employees of the Company whom the Director reasonably believes to be reliable and competent in the matters presented; legal counsel, public accountants or other persons as to matters the Director reasonably believes are within the person's professional or expert competence; or a Committee of which the Director is not a member if the Director reasonably believes the Committee merits confidence. A Director shall not be liable for any action taken as a Director, or any failure to take action, if he or she performed the duties of the office in compliance with the foregoing standards.

8.5 First Directors. The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have taken office, as provided in the Bylaws, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
James H. Cizek	7515 Colony Drive Cumming, GA 30041
Richard W. Bird	294 Cleburne Place Acworth, GA 30101
Douglas Edgar McIntyre	#803-9 Burnhamthorpe Cres Etobicoke, Ontario, Canada M9A OA6

ARTICLE IX

BYLAWS

The first Bylaws of the Company shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided in the Bylaws.

ARTICLE X

AMENDMENTS

Amendments to these Articles shall be proposed and adopted in the following manner:

10.1 Notice. Notice of a proposed amendment shall be included in the notice of any meeting at which the proposed amendment is to be considered and shall be otherwise given in the time and manner provided in Chapter 607, Florida Statutes. Such notice shall contain the proposed amendment or a summary of the changes to be affected thereby. Amendments to these Articles may also be adopted by written consent as provided in the Bylaws and Chapter 607, Florida Statutes.

10.2 Adoption. Amendments shall be proposed and adopted in the manner provided in Chapter 607, Florida Statutes (the latter to control over the former).

10.3 Recording. A copy of each amendment shall be filed with the Secretary of State pursuant to the provisions of applicable Florida law.

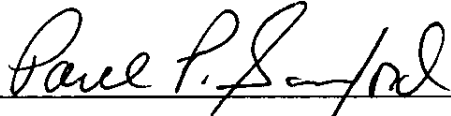
ARTICLE XI

REGISTERED AGENT

The name and address of the registered agent is:

Paul P. Sanford, 106 South Monroe Street, Tallahassee, FL 32301.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature/Registered Agent

12/23/08

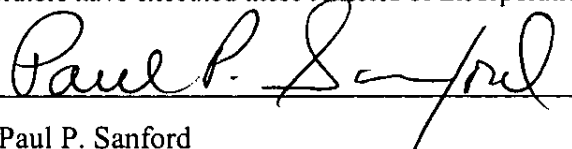
Date

ARTICLE XII
INCORORATORS

The names and addresses of the Incorporators of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Paul P. Sanford	106 South Monroe Street Tallahassee, FL 32301

The undersigned incorporators have executed these Articles of Incorporation this
23rd day of December, 2008.



Paul P. Sanford

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA