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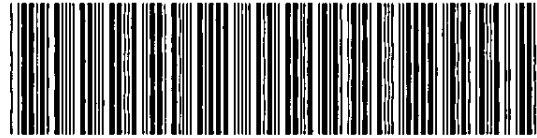
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DIVISION OF CORPORATIONS

APPROVED
AND
FILED

C. LEWIS

FEB -7 2014

EXAMINER



RADEY

ATTORNEYS & COUNSELORS at LAW

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tmiller@radeylaw.com

February 6, 2014

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: EGI Insurance Services (Florida), Inc.
Document Number P08000110740
Amended and Restated Articles of Incorporation (including name change)

Dear Amendment Section:

The board of directors of EGI Insurance Services (Florida), Inc. recommended Amended and Restated Articles of Incorporation to the company's sole shareholder. The sole shareholder then adopted the recommended Amended and Restated Articles of Incorporation. Because the company has a single shareholder, the action of the sole shareholder was sufficient for approval. As seen in the enclosed documents, the recommendations of the board of directors and the action of the sole shareholder were dated as of January 29, 2014.

The following information is provided in furtherance of this submission:

Contact Person for this Submission:

Travis Miller
Radey Law Firm
301 South Bronough Street, Suite 200
Tallahassee, FL 32309
(850) 425-6654

Email for Future Annual Report Notification:

Rochelle Kaplan
rkaplan@coniferinsurance.com

Sincerely,

Travis Miller

Enclosures

APPROVED
AND
FILED

14 FEB -6 AM 9:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amended and Restated
ARTICLES OF INCORPORATION
for

AMERICAN COLONIAL INSURANCE SERVICES, INC.
(formerly known as EGI Insurance Services (Florida), Inc.)

PO8000110740

In accordance with the Florida Business Corporation Act (the "Act"), the Board of Directors and the sole shareholder of American Colonial Insurance Services, Inc. (formerly known as EGI Insurance Services (Florida), Inc.) have adopted the following Amended and Restated Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation shall be American Colonial Insurance Services, Inc. For convenience, the corporation may be referred to in this instrument as the "Company." These Amended and Restated Articles of Incorporation may be referred to as the "Articles," and the Bylaws of the Company may be referred to as its "Bylaws."

ARTICLE II
OFFICE

The principal office and mailing address of the Company is 260 Wekiva Springs Road, Suite 2060, Longwood, Florida 32779, or at such 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 and administration of insurance.

ARTICLE IV
POWERS

The Company shall have all of the common law and statutory powers of a corporation for profit under the laws of the State 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.

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 offices designated in the Bylaws. The Officers shall be elected by the Board of Directors of the Company at its first annual 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 of Officers from office, 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.

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 in 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 accordance with the foregoing standards.

ARTICLE IX BYLAWS

The 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 otherwise be given in the time and manner provided in the Act. Such notice shall contain the proposed amendment or a summary of the changes to be affected thereby. Amendments to these Articles also may be adopted by written consent as provided in the Bylaws and the Act.

10.2 Adoption. Amendments shall be proposed and adopted in the manner provided in the Act.

10.3 Recording. A copy of each amendment shall be filed with the Florida Department of State, Division of Corporations, pursuant to the Act.

ARTICLE XI REGISTERED AGENT

The name and address of the registered agent is:

Travis Miller
Radey Law Firm
301 South Bronough Street, Suite 200
Tallahassee, FL 32301

ARTICLE XII INCORPORATOR

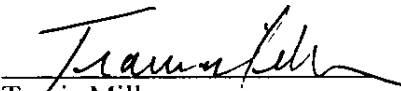
The name and address of the incorporator of the Company are:

Paul Sanford, 106 South Monroe Street, Tallahassee, Florida 32301

IN WITNESS WHEREOF, the Board of Directors of the Company directs that these Amended and Restated Articles of Incorporation take upon their filing.

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT
AND REGISTERED OFFICE**

Having been named Registered Agent for American Colonial Insurance Services, Inc. (formerly known as EGI Insurance Services (Florida), Inc.), at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to comply with the provisions of Florida Statutes Section 48.091 relative to keeping open said office.


Travis Miller
Registered Agent

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SECRETARY OF STATE

**RESOLUTIONS OF AMERICAN COLONIAL HOLDINGS, INC.
AS THE SOLE SHAREHOLDER
OF
EGI INSURANCE SERVICES (FLORIDA), INC.**

1. In accordance with the Laws of the State of Florida, American Colonial Holdings, Inc. ("Shareholder") as the sole shareholder of EGI Insurance Services (Florida), Inc. (the "Company") has adopted and approved certain resolutions as its actions.
2. The undersigned authorized representative of the Shareholder, acknowledging receipt of notice of the meeting or having voluntarily waived such notice and the formalities and procedures attendant to such meeting, acknowledges the Shareholder's agreements as follows. No other classes of shareholders or voting groups exist.

Amendments to Articles of Incorporation

RESOLVED, That the Shareholder approves the amendments to the Articles of Incorporation of the Company as set forth in the Amended and Restated Articles of Incorporation of American Colonial Insurance Services, Inc. (formerly known as EGI Insurance Services (Florida), Inc.). The Shareholder approves, without limitation, the changing of the name of the Company, updating the location of the Company's principal office, and updating provisions relating to the Company's directors, officers and registered agent.

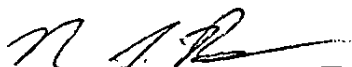
Filing of Amended and Restated Articles of Incorporation

RESOLVED, That the officers, employees and representatives of the Company are authorized and instructed to file the Amended and Restated Articles of Incorporation with such governmental authorities as are necessary or appropriate to effectuate these resolutions.

General Ratification and Authorization

RESOLVED FURTHER, That all actions previously taken by the Company and any of its officers, employees, or other authorized representatives in preparing for or implementing these resolutions up to the date hereof are ratified and approved; and the officers of the Company, and any agent or representative designated by any of them, are authorized to take such further steps and actions as may be necessary, desirable, or expedient to accomplish the purposes of the Company and these resolutions.

Effective as of January 29, 2014.



Nicholas J. Petros, Secretary

APPROVED
AND
FILED

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**RESOLUTIONS OF THE DIRECTORS OF
EGI INSURANCE SERVICES (FLORIDA), INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. In accordance with the Laws of the State of Florida, the Board of Directors of EGI Insurance Services (Florida), Inc. (the "Company") has adopted and approved certain resolutions as the actions of the Company.

2. The directors, each acknowledging receipt of notice of the meeting or having voluntarily waived such notice and the formalities and procedures attendant to such meeting, agreed as follows:

Recommended Amendments to Articles of Incorporation

RESOLVED, That the Board of Directors has considered certain amendments to the Articles of Incorporation of the Company as set forth in the Amended and Restated Articles of Incorporation of American Colonial Insurance Services, Inc. (formerly known as EGI Insurance Services (Florida), Inc.) to be filed herewith. Among other things, the Amended and Restated Articles of Incorporation change the name of the Company, update the location of the Company's principal office, and update provisions relating to the Company's directors, officers and registered agent. The Board of Directors recommends that the shareholder of the Company approve the amendments through its approval of the Amended and Restated Articles of Incorporation.

Filing of Amended and Restated Articles of Incorporation

RESOLVED, That upon approval of the Amended and Restated Articles of Incorporation by the shareholder, the officers, employees and representatives of the Company are authorized and instructed to file the same with such governmental authorities as are necessary or appropriate to effectuate these resolutions.

General Ratification and Authorization

RESOLVED FURTHER, That all actions previously taken by the Company and any of its officers, employees, or other authorized representatives in preparing for or implementing these resolutions up to the date hereof are ratified and approved; and the officers of the Company, and any agent or representative designated by any of them, are authorized to take such further steps and actions as may be necessary, desirable, or expedient to accomplish the purposes of the Company and these resolutions.

Effective as of January 29, 2014.



Nicholas J. Petcoff, Secretary