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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)



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MAIL

(Business Entity Name)

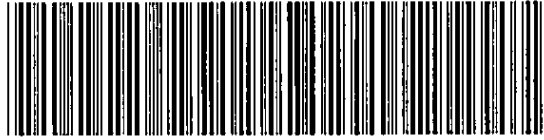
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SECRETARY OF STATE  
TALLAHASSEE, FL

2021 DEC 17 PM 2:43

2021 DEC 17 1:12:00

FILED  
APPROVED

COVER LETTER

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

SUBJECT: Weston Specialty Insurance Company

Enclosed is an original and one (1) copy of the Articles of Domestication and a check:

FEES:

Certificate of Domestication	\$ 50.00
Articles of Incorporation and Certified Copy	\$ 78.75
Total filing fee	\$128.75

OPTIONAL:

Certificate of Status \$ 8.75 ✓

From: Colodny FASS - LAW Firm  
Wes Strickland

Name (printed or typed)

Please call 850-321-3475 and we will pick up in person on Monday 21st.

Address

City, State & Zip

850-321-3475

Daytime Telephone Number

deanne.nixon@weston-ins.com

E-mail address: (to be used for future annual report notification)

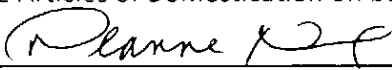
Articles of Domestication  
Foreign Corporation Domesticating to Florida

The undersigned, Deanne Nixon, President  
(Name) (Title)

of Weston Specialty Insurance Company, a foreign  
corporation, in accordance with s. 607.11922, Florida Statutes, submit these Articles of  
Domestication.

1. Then name of the domesticating corporation is Weston Specialty Insurance Company  
(Foreign Corporation)
2. The jurisdiction and date of its formation is Texas, 12/23/2003
3. The name of the domesticated corporation is Weston Property & Casualty Insurance Company
4. The jurisdiction of formation of the domesticated corporation is **Florida**
5. The domestication corporation is a foreign corporation and the domestication was  
approved in accordance with its organic law.
6. Attached are Florida Articles of Incorporation to complete the domestication  
requirements pursuant to s.607.0202, F.S.

I certify I am authorized to sign these Articles of Domestication on behalf of the corporation.

  
(Authorized Signature)

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FL

ARTICLES OF INCORPORATION  
OF

WESTON PROPERTY & CASUALTY INSURANCE COMPANY

The undersigned incorporators, for the purpose of forming a corporation for profit pursuant to the laws of the State of Florida, particularly Chapter 607 and Chapter 628, Florida Statutes, hereby adopt the following Articles of Incorporation:

ARTICLE I

**Name of Corporation**

The name of the Corporation shall be Weston Property & Casualty Insurance Company.

ARTICLE II

**Address of Corporation**

The principal place of business and mailing address of the Corporation shall be in Miami-Dade County at 2555 Ponce de Leon Blvd., Coral Gables, FL 33134, or at such other place as may be subsequently designated by the Board of Directors.

ARTICLE III

**Nature of Business**

The purpose of the Corporation is to transact the business of property and casualty insurance and any lawful business incidental thereto.

ARTICLE IV

**Capital Stock**

The aggregate number of shares which the Corporation is authorized to issue is 5,000,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share. The amount of paid-in capital and surplus with which the Corporation shall engage in the business of insurance shall be not less than that required by applicable law. All shares of the Corporation shall be sold for lawful money of the United States or equivalent United States Government Securities; provided, however, the consideration received as surplus of any shares may also consist of any type of securities in which this Corporation would be permitted to invest under applicable law.

ARTICLE V

**Term of Existence**

The Corporation shall exist perpetually.

OFFICE OF INSURANCE  
REGULATION  
DEC 17 2021  
LEGAL SERVICES OFFICE

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TALLAHASSEE, FL

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ARTICLE VI

**Registered Office & Agent**

Pursuant to Section 624.422, Florida Statutes, the registered agent of the Corporation for service of process is designated by law to be the Chief Financial Officer of the State of Florida, Florida Department of Financial Services, Division of Legal Services, Service of Process Section, 200 East Gaines Street, P.O. Box 6200, Tallahassee, Florida 32314-6200.

ARTICLE VII

**Incorporators**

The Corporation shall have five incorporators, a majority of which are United States citizens and all of whom are over the age of eighteen. The names and residence addresses of the incorporators are as follows:

Eduardo M. Amador - 6801 Indian Creek Dr #601, Miami Beach, FL 33141  
Edouard von Herberstein – 10 Westwood Lane, Paget, Bermuda, PG02 (French Citizen)  
Rachael L. Aldulaimi – 1770 Crane Creek Blvd, Melbourne, FL 32940  
Deanne D. Nixon – 1840 Village Court, Fernandina Beach, FL 32034  
Melissa Shelley-Mello – 1092 Gallop Dr, Loxahatchee, FL 33470

ARTICLE VIII

**Directors**

Section 1. The Corporation shall have the number of directors determined in the manner provided by the Bylaws, provided that the Corporation at all times shall have at least five directors, a majority of whom shall be United States citizens and all of whom shall be over the age of eighteen. The names and addresses of the directors, whose initial terms of office shall be one year after the date of incorporation, are as follows:

Eduardo M. Amador - 6801 Indian Creek Dr #601, Miami Beach, FL 33141  
Edouard von Herberstein – 10 Westwood Lane, Paget, Bermuda, PG02  
Rachael L. Aldulaimi – 1770 Crane Creek Blvd, Melbourne, FL 32940  
Deanne D. Nixon – 1840 Village Court, Fernandina Beach, FL 32034  
Melissa Shelley-Mello – 1092 Gallop Dr, Loxahatchee, FL 33470

Section 2. All corporate powers shall be exercised by or under the authority of the directors and the business and affairs of the Corporation shall be managed and administered pursuant to the policies adopted by the directors.

Section 3. The qualification, election and tenure of the directors shall be provided for in the By-Laws.

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TALLAHASSEE, FL

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Section 4. A member of the Board of Directors is not personally liable for monetary damages to any person, including but not limited to the Corporation, for any statement, vote, decision, or failure to act, regarding the management or policies of the Corporation, by such director, unless:

- A. The director breached or failed to perform his duties as a director; and
- B. The director's breach of or failure to perform, his duties constitutes:

(1) A violation of the criminal law, unless the director had reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful. A final judgment or other final adjudication against a director in any criminal proceeding for violation of the criminal law stops that director from contesting the fact that his breach, or failure to perform, constitutes a violation of the criminal law; but does not stop the director from establishing that he had reasonable cause to believe that his conduct was lawful or had no reasonable cause to believe that his conduct was unlawful.

(2) A transaction from which the director derived an improper personal benefit, either directly or indirectly; or

(3) Recklessness or an act or omission which was committed in bad faith or with malicious purpose or in a manner exhibiting wanton and willful disregard of human rights, safety or property. For purposes of these articles of incorporation, the term "recklessness" means the acting, or omission to act, in conscious disregard of a risk:

(a) Known, or so obvious that it should have been known, to the director; and

(b) Known to the director, or so obvious that it should have been known, to be so great as to make it highly probable that harm would follow from such action or omission.

Section 5. Directors may be removed by the stockholders with or without cause.

## ARTICLE IX

### **Indemnification**

The Board of Directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees and agents to the full extent permitted by law.

## ARTICLE X

### **Participating Policies**

Pursuant to Section 628.361, Florida Statutes, as amended from time to time, the Corporation may issue any or all of its policies with or without participation in profits, savings, or unabsorbed portions of premiums, may classify policies issued on a participating or non-participating basis, and may determine the right to participate and the extent of participation of any class or classes of policies.

IN WITNESS WHEREOF, the Incorporators have affixed their signatures the day and year set forth below.

Edouard von Herberstein  
Edouard von Herberstein, Incorporator

STATE OF Florida  
COUNTY OF Miami-Dade

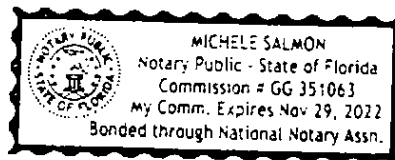
Sworn to (or affirmed) and subscribed before me, by means of  physical presence or  online notarization, this 16<sup>th</sup> day of December, 2021, by Edouard von Herberstein.

[SEAL]

Michele Salmon  
Signature

Michele Salmon  
Name of Notary Typed, Printed, or Stamped

Personally Known  OR Produced Identification   
Type of Identification Produced \_\_\_\_\_





IN WITNESS WHEREOF, the Incorporators have affixed their signatures the day and year set forth below.

M. Shelley-Mello  
Melissa Shelley-Mello, Incorporator

STATE OF Florida  
COUNTY OF Miami-Dade

Sworn to (or affirmed) and subscribed before me, by means of  physical presence or  online notarization, this 16<sup>th</sup> day of December, 2021, by Melissa Shelley-Mello.

[SEAL]

Michele Salmon  
Signature

Michele Salmon  
Name of Notary Typed, Printed, or Stamped

Personally Known  OR Produced Identification   
Type of Identification Produced \_\_\_\_\_




IN WITNESS WHEREOF, the Incorporators have affixed their signatures the day and year set forth below.

  
Rachael L. Aldulaini Incorporator

STATE OF Florida  
COUNTY OF Miami-Dade

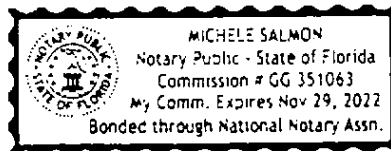
Sworn to (or affirmed) and subscribed before me, by means of  physical presence or  online notarization, this 16<sup>th</sup> day of December, 2021, by Rachael L. Aldulaini

[SEAL]

  
Signature

Michele Salmon  
Name of Notary Typed, Printed, or Stamped

Personally Known  OR Produced Identification   
Type of Identification Produced \_\_\_\_\_



IN WITNESS WHEREOF, the Incorporators have affixed their signatures the day and year set forth below.

*Eduardo Amador*  
Eduardo M. Amador, Incorporator

STATE OF Florida  
COUNTY OF Miami-Dade

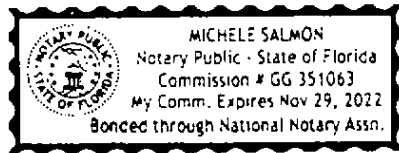
Sworn to (or affirmed) and subscribed before me, by means of  physical presence or  online notarization, this 16<sup>th</sup> day of December, 2021, by Eduardo M. Amador.

[SEAL]

*Salmon*  
Signature

Michele Salmon  
Name of Notary Typed, Printed, or Stamped

Personally Known  OR Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_



IN WITNESS WHEREOF, the Incorporators have affixed their signature the day and year set forth below.

Deanne D. Nixon  
Deanne D. Nixon, Incorporator

STATE OF Florida  
COUNTY OF Miami-Dade

Sworn to (or affirmed) and subscribed before me, by means of  physical presence or  online notarization, this 16<sup>th</sup> day of December, 2021, by Deanne D. Nixon

[SEAL]

Salmon  
Signature

Michele Salmon  
Name of Notary Typed, Printed, or Stamped

Personally Known  OR Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_

