

P95000044458

LAW FIRM
ORRIN M. GOWEN, P.A.

601 CLEVELAND STREET, SUITE 901
CLEARWATER, FLORIDA 34615

TELEPHONE (813) 440-1073
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May 31, 1995

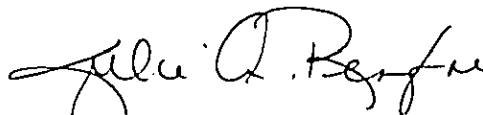
Division of Corporations
409 East Gaines
Tallahassee, Florida 32399

Re: Midland Insurance Services, Inc.
Articles of Incorporation

Gentlemen:

Enclosed please find original Articles of Incorporation and check in the amount of \$122.50 for filing said Articles. Your prompt attention to this matter would greatly be appreciated.

Very truly yours,



Julie A. Renfroe
Legal Assistant

6/9/95



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****122.50 ****122.50

/jx
enclosures

**ARTICLES OF INCORPORATION
OF
MIDLAND INSURANCE SERVICES, INC.**

These Articles of Incorporation are executed by the undersigned for the purpose of forming a corporation pursuant to the Florida Business Corporation Act, as particularly set forth in Chapter 607 of the Florida Statutes.

ARTICLE I. NAME

The name of this corporation shall be **MIDLAND INSURANCE SERVICES, INC.** The principal business address of the Corporation is 601 Cleveland Street, Suite 930, Clearwater, Florida 34615.

ARTICLE II. DURATION

The Corporation shall commence at the filing/acceptance of these Articles, and shall have perpetual existence thereafter.

ARTICLE III. PURPOSE

The purpose for which the Corporation is organized is the transaction of any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act, as the same may from time to time be amended.

ARTICLE IV. CAPITAL STRUCTURE

The aggregate number of shares of capital stock which this Corporation shall have authority to issue shall be One Thousand (1,000) shares of common stock, all of the same class and each having a par value of One Dollar (\$1.00).

ARTICLE V. INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Corporation at its initial registered office, and the street address of its initial registered office, is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Keith J. Gloeckl	601 Cleveland Street Suite 930 Clearwater, FL 34615

ARTICLE VI. DIRECTORS

The business and the affairs of this Corporation shall be managed by a Board of Directors, which shall be elected by the shareholders and serve as provided in the Bylaws. The number of the members of the Board of Directors may either be increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The Corporation shall have three (3) Directors initially, and the names of the initial Directors are as follows:

Robert J. Banks
Keith J. Gloeckl
Ray F. Mathis

ARTICLE VII. PREEMPTIVE RIGHTS

Every shareholder, upon the issuance by the Corporation of authorized but unissued shares of stock of the Corporation (other than the original issue of shares of stock to subscribers) or upon the issuance by the corporation of treasury stock, shall have the right to purchase a pro-rata share thereof, at the price at which it is issued to others.

ARTICLE VIII. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in both the Board of Directors and the shareholders. Bylaws adopted, altered, amended or repealed by the shareholders of the Corporation may not be repealed, altered, amended or readopted by the Board of Directors if the shareholders so provide.

ARTICLE IX. INCORPORATORS

The name and address of the person signing these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Keith J. Gloeckl	601 Cleveland Street Suite 930 Clearwater, FL 34615

IN WITNESS WHEREOF, the person executing these Articles of Incorporation has caused his hand and seal to be set this 31st day of May, 1995.



Keith J. Gloeckl

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for this Corporation, at the place designated in this Certificate, I hereby accept the appointment, understand my duties as registered agent, and agree to act in this capacity and to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office.



Keith J. Gloeckl

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPROVED
AND
FILED

96 SEP 30 PM 3:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPLICATION
FOR
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE
Sandra B. Northam
Secretary of State
DEPARTMENT OF CORPORATIONS

DOCUMENT # **P95000044458**

MIDLAND INSURANCE SERVICES, INC.

Principal Office Address
601 CLEVELAND STREET-STE-000
CLEARWATER-FL-34615

Mailing Address
601 CLEVELAND STREET STE 900
CLEARWATER FL 34615



If all new addresses, please call on any way, use through to correct information and enter correction below

7. How Principal Office Address, if Applicable
33 North Garden Avenue
Suite 1200
Clearwater FL
34615

Country

8. How Mailing Office Address, if Applicable
33 North Garden Avenue
Suite, Apt. # etc
Suite 1200
City & State
Clearwater FL
Zip
34615

Country

4. Date Incorporated or Qualified To Do Business in Florida **06/01/1995**

5. CTA Number **59-3395067**

6. CERTIFICATE OF STATUS DESIRED

Applied For
Not Application

\$8.75 Additional Fee required for a Certificate of Status

7. Names and Street Addresses of Each Officer and/or Director (If Florida nonprofit corporation must list at least 3 directors)	8. Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	9. City / State / Zip
D BANKS, ROBERT J	C/O 601 CLEVELAND STREET STE 930 33 N Garden Ave Ste.1200	CLEARWATER FL 34615
D GLOECKI, KEITH J	C/O 601 CLEVELAND STREET STE 930 33 N Garden Ave Ste.1200	CLEARWATER FL 34615
D MATHIS, RAY F	C/O 601 CLEVELAND STREET STE 930 33 N Garden Ave Ste.1200	CLEARWATER FL 34615

8. Name and Address of Current Registered Agent
GLOECKI, KEITH J
601 CLEVELAND STREET STE 930
CLEARWATER FL 34615

9. Name and Address of New Registered Agent
Name
Gloeckl, Keith J.
Street Address (P.O. Box Number is Not Acceptable)
33 North Garden Avenue
Suite, Apt. #, Etc
Suite 1200
City
Clearwater
State
FL
Zip Code
34615

10. I, being appointed the registered agent of the above named corporation, am firm or with and accept the obligations of Section 607.0505, F.S.
Signature of Registered Agent *Keith J. Gloeckl*
Date **09-24-96**
REGISTERED AGENT MUST SIGN

11. Does this corporation pay any intangible tax to the Dept. of Revenue under S. 199.032, Florida Statutes. Yes No

(See other side for information on intangible tax)

12. I, the undersigned, being the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S., I further certify that when filing this report required applicable to the receiver for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., that all fees owed by this corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(b), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE: *Ray F. Mathis*
Ray F. Mathis
Date **09-24-96**
(813) 461-4801
Daytime Phone #