

P97000022506



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 290357 4330594

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ 122.50

ORDER DATE : March 12, 1997

ORDER TIME : 9:35 AM

ORDER NO. : 290357-005

CUSTOMER NO: 4330594

CUSTOMER: Justin Wilson, Legal Assistant 200002111412--7
ADORNO & ZEDER, P.A.

Suite 1600
2601 South Bayshore Drive
Miami, FL 33133

DOMESTIC FILING

NAME: UNIVERSAL INSURANCE HOLDING
COMPANY

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS: _____

K.R.

MAR 12 1997

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 MAR 12 PM 1:53

FILED

97 MAR 12 PM 1:53
RECORDED

**ARTICLES OF INCORPORATION
OF
UNIVERSAL INSURANCE HOLDING COMPANY**

97 MAR 12 PM 1:53
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the provisions of Chapter 607 Florida Statutes:

ARTICLE I. NAME

The name of this corporation is Universal Insurance Holding Company (the "Corporation").

ARTICLE II. - ADDRESS

The principal business address and mailing address of the Corporation is:

c/o Adorno & Zeder, P.A.
888 S.E. 3rd Avenue
Suite 500
Ft. Lauderdale, Florida 33335-9002

ARTICLE III. - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 10,000 shares of Common Stock having a par value of \$0.01 per share.

**ARTICLE IV. - INITIAL REGISTERED
OFFICE AND AGENT**

The initial registered office of this Corporation shall be at 2601 S. Bayshore Drive, Suite 1600, Miami, Florida 33133, and the initial registered agent of this Corporation at such office shall be A Z Registered Agent Corporation.

ARTICLE V. - INCORPORATOR

The name and street address of the entity signing these Articles of Incorporation is: A Z Registered Agent Corporation, 2601 S. Bayshore Drive, Suite 1600, Miami, Florida 33133.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on March 10, 1997.

A Z REGISTERED AGENT CORPORATION,
Incorporator

By: 

Justin T. Wilson, Secretary

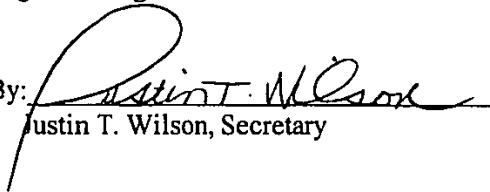
**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE
AND ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

1. The name of the Corporation is Universal Insurance Holding Company
2. The name and address of the Registered Agent and the Registered Office is: A Z Registered Agent Corporation, 2601 S. Bayshore Drive, Suite 1600, Miami, Florida 33133.

Pursuant to Section 607.0501, Florida Statutes, the undersigned has been named to act as the Registered Agent of Universal Insurance Holding Company, at the place designated in this certificate and the undersigned agrees to accept such appointment and to act in that capacity. The undersigned further agrees that the undersigned will comply with Section 607.0505, Florida Statutes, relating to the proper and complete performance of the duties of the Registered Agent of the Corporation and that the undersigned is familiar with and accepts the obligations of the position of Registered Agent for the Corporation.

Dated this 10th day of March, 1997

A Z REGISTERED AGENT CORPORATION,
Registered Agent

By: 
Justin T. Wilson, Secretary

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA