

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO0000045635

First Reserve Insurance
Inc

000003242380--8
-05/08/00--01071--011
*****78.75 *****78.75

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

RECEIVED
00 MAY -8 AM 11:09
FILED
00 MAY -8 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH MAY 08 2000

ARTICLES OF INCORPORATION

OF

FIRST RESERVE INSURANCE, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I. CORPORATE NAME

The name of the corporation ("Corporation") shall be **FIRST RESERVE INSURANCE, INC.**

ARTICLE II. PRINCIPAL OFFICE

The street address of the principal office of the Corporation is 1360 S. Dixie Highway, Coral Gables, FL 33146. The Board of Directors from time to time may move the principal office to any other address in the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares which the Corporation is authorized to issue is one thousand (1,000) shares having a par value of one dollar (\$1.00) per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote of each share on all matters on which shareholders have the right to vote.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT

The initial street address of the Corporation's registered office is 1360 S. Dixie Highway, Coral Gables, FL 33146. The initial registered agent at that address is Allen C. Harper. The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

ARTICLE V. BOARD OF DIRECTORS

The initial Board of Directors of the Corporation shall consist of four (4) members. The name and address of the persons who will serve on the initial board are:

<u>Name</u>	<u>Address</u>
Allen C. Harper	5915 SW 94 St., Miami, FL 33156
Douglas Yount	6240 SW 86 St., Miami, FL 33143
Ronald A. Shuffeld	9568 SW 67 Ct., Miami, FL 33156
James E. Newmeyer	12960 N. Calusa Club Drive, Miami, FL 33186

The number of directors may be increased or diminished from time to time by Bylaws adopted by the shareholders, but shall never be less than one.

ARTICLE VI. PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights.


ARTICLE VII. INDEMNIFICATION

The Corporation shall indemnify its directors, officers, employees and agents to the fullest extent permitted by law.

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is Douglas Yount, 6240 SW 86 Street, Miami, FL 33143.

THE UNDERSIGNED, as Incorporator, has executed the foregoing Articles of Incorporation this 27 day of April, 2000.



Douglas Yount, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

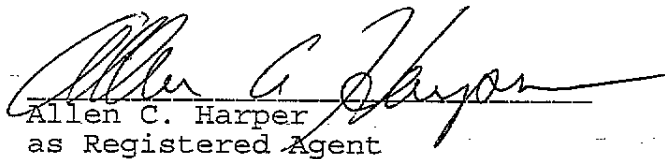
Pursuant to the provisions of section 608, Florida Statutes, the herein mentioned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

That FIRST RESERVE INSURANCE, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Miami, Dade County, Florida, has named Allen C. Harper, located at 1360 S. Dixie Highway, Coral Gables, FL 33146, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT AS PROVIDED FOR IN CHAPTER 608, F.S.

Dated: April , 2000.


Allen C. Harper
as Registered Agent

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00 MAY -8 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA