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2007 NOV -9 PM 4:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

07 NOV -9 PM 3:22

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

T. Burch NOV 13 2007

COVER LETTER

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

SUBJECT: Blue Atlantic Reinsurance Corporation
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Angie Fausett of Pennington Law
Name (Printed or typed)

215 S. Monroe St., 2nd Floor
Address

Tallahassee, FL 32301
City, State & Zip

850.222.3533
Daytime Telephone number

(Please call
when ready)

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
BLUE ATLANTIC REINSURANCE CORPORATION

FILED
2007 NOV -9 PM 4: 06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under Chapter 607, *Florida Statutes*, hereby adopts the following Articles of Incorporation.

ARTICLE I:

NAME

The name of the Corporation shall be BLUE ATLANTIC REINSURANCE CORPORATION.

ARTICLE II:

PRINCIPAL OFFICES

The principal offices of the Corporation shall be: 1110 W. Commercial Blvd., Ft. Lauderdale, Florida 33309.

ARTICLE III:

PURPOSE

The purpose for which the Corporation is formed is to transact reinsurance brokerage and related business, and any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV:

DURATION

The duration of the Corporation shall be perpetual.

ARTICLE V:

AUTHORIZED SHARES

The number of shares of common stock that this Corporation is authorized to have outstanding at any one time is 100,000 shares, with a par value of \$.01.

ARTICLE VI:

REGISTERED AGENT

The initial registered agent is: James M. Lynch, and the address of the Corporation's initial registered office is 1110 w. Commercial Blvd., Ft. Lauderdale, Florida 33309.

ARTICLE VII:

BOARD OF DIRECTORS

The Corporation shall have three initial directors, the majority of whom are United States citizens, and all of whom are over the age of eighteen (18) years. The following individuals shall serve, for a term of not more than one year, as the initial directors of the Corporation:

| <u>Name</u> | <u>Address</u> |
|------------------|--|
| 1. Bradley Meier | 1110 W. Commercial Blvd, Ft. Lauderdale, FL 33309 |
| 2. Sean Downes | 1110 W. Commercial Blvd. Ft. Lauderdale, FL 33309 |
| 3. Reed Slogoff | 1110 W. Commercial Blvd. Ft. Lauderdale, FL 33309 |

ARTICLE VIII:

INCORPORATOR

The name and residence address of the incorporator to these Articles of Incorporation is:

Name

Address

Steven M. Malono

Pennington, Moore, Wilkinson, Bell & Dunbar, P.A.
215 South Monroe, Second Floor
Tallahassee, FL 32301

ARTICLE IX:

BY-LAWS

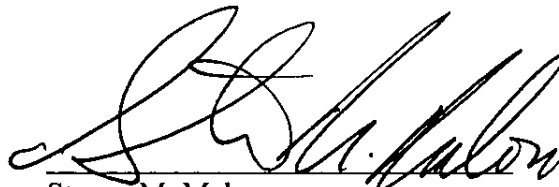
The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors.

ARTICLE X:

AMENDMENTS

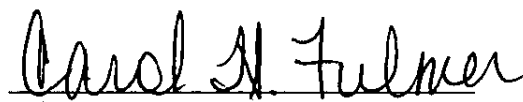
The Corporation reserves the right to amend, alter, or repeal any provision in these Articles of Incorporation in the manner prescribed by Chapter 607, *Florida Statutes*, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the Corporation by the unanimous approval or consent of the shareholders. Thereafter, every amendment shall be approved by the shareholders as provided in the By-laws and in Chapter 607, *Florida Statutes*.

The undersigned incorporator has executed these Articles of Incorporation this 9th
day of November, 2007.


Steven M. Malono

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 9th day of November,
2007, by STEVEN MALONO, who is personally known to me or who has produced
_____ (type of identification) as identification.



NOTARY PUBLIC
CAROL H. FULMER

(Printed Name)
My Commission Expires



ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

James M. Lynch, having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, *Florida Statutes*.


James M. Lynch