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Articles of Incorporation
Filed 4-11-66

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State of Mortda

Berretary of State



I, Tom Adams, Secretary of State of the State of Florida, Do Hereby Certify Shat the following is a true and correct copy of

Cortificate of Incorporation

of

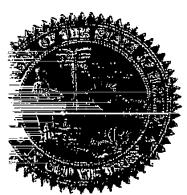
ROGER BOUCHARD INSURANCE, INC.

a corporation organized and existing under the Laws of the State of Florida, filed on the 11th day of April A.D. 1966 as shown by the records of this office.

Given under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the 12th day of April

A.D. 19 66.

Secretary of State



ROOME HOLEHARD INSUPANCE INC.

wo, the undersigned to horeby sesoniate ourselves together the purrose of forming a corporation for profit under the laws of a State of Florida Providing for the formation liability right ivilages and imminities of a corporation for profit

Periods I The name of the corporation is roger Bouchard Insurance, Inc. ARTICIS II

The general nature of the business to be transacted, conducted and engaged in shall be as follows:

- (a) To own manage and operate a general insurance agency.
- (b) Totown acquire bury sell deal in and lease, mold that end in view:Loan-dilre by purchase | lease | hite or otherwise lands tenements hereditaments or any interest therein, and to subdivide and improve the same, to act as a contractor, builder and developer and generally to hold, manage, deal with, and improve the property of the company; to carry on a general real estate development and construction business and to conduct a brokerage agency and commission business for others in the purchase, sale and management of real estate and negotiations or loans thereon; to act as agent for insurance companies in soliciting and receiving applications for fire, casualty, plate glass, elevator, accident, health, rent, burglary, boiler, marine and life insurance and all other kinds of insurance. the collection of premiums and doing such other business as may be

NAME APPROVED. Date de 1/2 /5 Insurance Commissioner

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The said was a second of the said of the s

APPLICATION FOR

delagated to agents by such companies, and to conduct a general insurance agency and insurance brokerage agency:

- (c) To acquire by purchase, subscription or otherwise and to own, hold, sell, negotiate, assign, deal in, exchange, mortgage, transfer, pledge or otherwise dispose of any shares of the capital stock, scrip, or any voting trust certificate in respect of the shares of the capital stock of, or any bonds, mortgages, securities, or evidences of indebtedness issued or created by any other corporation, joint stock company or association, public or private, or the government of the United States of America, or any foreign government, or of any state, territory, municipality, or other political subdivision, or of any governmental agency; and to issue in exchange therefor in the manner permitted by law shares of the capital stock, bonds, or other obligations of the corporation; and while the owner or holder of such shares of stock, bonds, scrips, mortgages or other securities, or other evidences of indebtedness, to use and exercise in respect thereof any and all rights, powers and privileges of ownership, including the right to vote thereon;
- (d) To enter into and make and perform, and carry out contracts of any kind and description made for any lawful purpose, without limit as to amount, with any person, firm, association or corporation, either public or private, or with any territory or government or agency thereof;
- (e) To borrow money; to draw, make, accept, endorse, transfer, assign, execute and issue bonds, debentures, promissory notes,
 and other evidences of indebtedness, and for the purpose of securing
 any of its obligations or contracts to convey, transfer, assign, deliver, mortgage and/or pledge all, or any part, of the property or
 assets at any time owned or held by this corporation, upon such terms
 and conditions as the Board of Directors shall authorize, and as may
 be permitted by law;

deleganed to sgents by such companies, and to conduct a general theurance against and industried brokerant adapter.

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of its composited stock provided, however, that this corporation may not use any of its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of the capital of this corporation and provided, further, that the shares of its own capital stock belonging to this corporation shall not be voted directly or indirectly;

- (9) To purchase or otherwise acquire the whole, or any part of, the property, assets, business and good will of any other person. firm, corporation or association, and to conduct in any lawful manner the business so acquired, and to exercise all the powers necessary or convenient in and about the conduct, management and carrying on of such business;
- (h) To manufacture, buy or otherwise acquire, own, mortgage, sell, assign, transfer, orotherwise dispose of, trade and deal
 in, and with goods, wares and merchandise, and articles of commerce;
- porations and joint stock companies and associations for any purpose permitted by laws
- (j). To apply for, obtain, register, purchase, lease or otherwise acquire any concessions, rights, options, patents, privileges, patent rights and privileges, inventions, improvements and processes, copyrights, trade-marks and trade-names, or any right, option or contract in relation thereto, and to perform, carry out and fulfill the terms and conditions thereof, and to develop, maintain, lease, sell, transfer, dispose of, and otherwise deal with the same;
- (k) To conduct all or any part of its operations and business without restriction or limit as to amount in the State of Florida or in any or all other states, territories, districts, colonies, and

(f) to accuste, hold gell release, or cancel any shares

dependencies of the United States of Merica and in any or all foreign countries; and to acquire (by purchase, exchange, lasse, hire, or otherwise) can hold develop, operate, lesse, sail assign, transfer, exchange, mortgage, pladge or otherwise dispose of, for turn to account, and convey, real and personal property of every kind and nature, and rights and privileges therein, in the State of Florida, and in any or all other states, territories, districts, colonies and dependencies of the United States of America and in any or all foreign countries;

(1) To carry out all, or any part of, the foregoing objects as principal, agent, broker, contractor, or otherwise, either alone or in connection with any firm, association, or corporation, and generally to have all powers necessary, needful or desirable for the full and complete exercise and right to act as principal, agent, broker, purchaser, in any form in the acquisition, disposition, encumbrances, recorganizations, or sale of property, real or personal.

accomplishment of the objects enumerated in this Certificate of
Incorporation, or any amendment thereof, or necessary or incidental
to the provisions and benefits of the corporation, and in general to
carry on any lawful business necessary or incidental to the attainment
of the purposes of the corporation whether such business is similar in
nature to the objects set forth in the Certificate of Incorporation
of such corporation, or any amendment thereof;

(n) It is the intention that the purposes objects and powers specified in each of the paragraphs of this Article II of this Certificate of Incorporation shall, except as otherwise expressly provided, in no wise be limited or restricted by reference to, or reference from, the terms of any other clause or paragraph of this Article, or any Article of this Certificate of Incorporation.

denondencies of the United States of Emerica. And in any and all foresage, countries; and to account (b) perchase, exchange, leave, hire

The authorized capital stock of this corporation shall be one thousand (1,000) shares of common stock of \$10.00 per value.

The whole or any part of the capital stock of this corporation shall be payable in lawful money of the United States of America, or property, labor or services at a just valuation to be fixed by the Directors. Property or labor may also be purchased with the capital stock at such valuation as shall be fixed by the Directors.

ARTICLE IV

The amount of capital with which the corporation shall begin business shall be \$500.00.

ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

The principal office of the corporation shall be located at 1118 Cleveland Street, Clearwater, Florida with other offices, agencies and branches at such places as may be determined by the Board of Directors.

ARTICLE VII

The business of the corporation shall be conducted by a President, Vice President. Secretary and Treasurer, and by a Board of Directors of not less than three (3) in number. The office of Secretary and Treasurer may be held by one and the same person.

ARTICLE VIII

The names and post office addresses of the first Board of Directors of this corporation and the officers, all of whom shall hold office for the first year or until their successors are chosen, are:

ROGER O. BOUCHARD President

1118 Cleveland Street Clearwater, Florida \bigcirc

The nutherized capital stock of this respection shall be one thousand (1,000) shares of common stock of t10.00 par value.

RONALD C. CROWN Vica-President

ROGER O. BOUCHARD

January 6, 1969

1113 Cleveland Street Clearwater, Plorida

JERRY ANN BOUCHARD Secretary-Treasurer

1118 Cleveland Street Clearwater, Plorida

No. of Shares

Value

ARTICLE IX

The names and post office addresses of each subscriber of the Cartificate of Incorporation, and the number of shares which each agrees to take are as follows:

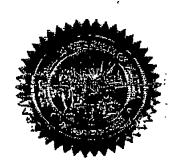
1118 Cleveland Street		
Claarwater, Florida	699	\$6,990,00
RONALD C. CROWN		
1118 Cleveland Street		
Clearwater, Florida	300	3,000.00
JERRY ANN BOUCHARD	•	
1118 Cleveland Street		•
Clearwater, Florida	1	10.00
In Witness Whereof,	the parties have here:	nto set their hands
and seals this, the6th		
Signed, sealed and de-	-1 -	1
livered in the presence of:	s/s Roger O. Bouchard	(SEAL)
•	s/s Ronald C. Crown	•
s/s Irene Campbell	GT CT CWII	(SEAL)
s/s Fern White	s/s Jerry Ann Bouchard	(SEAL)
STATE OF FLORIDA)		
COUNTY OF PINELLAS		
Before me, the under RUGER O. BOUGHARD, RONALD C. C well known and known to me to ecuted the foregoing Articles for himself, severally acknowl to be their own free act and d stated.	of Incorporation, and)	CHARD, each to me ed in and who ex- before me, each
WITNESS my hand and this <u>6th</u> day of <u>April</u>	official seal at Clear A. D. 1966.	ater, Florida,
	rene Campbell	
Yy Commission expires:	Public, State of Flori	da at large
w		

State of Florida

Berreiary of State



9, Som Adams, Secretary of State of the State of Florida,
Do Hereby Certify Shat the following is a true and correct copy of
Certificate of Amendment to Certificate of Incorporation of
ROGER BOUCHARD INSURANCE, INC., a corporation organized and
existing under the Laws of the State of Florida, amending
ARTICLE III, filed on the 30th day of January, A. D., 1970,
as shown by the records of this office.



Given under my hand and the Great Seal of the State of Florida at Gallahassee, the Capital, this the 9th day of February, A.D. 1970.

Secretary of State

"我生活,"新名"我"的"我就是我的"。

GERTIPICATE OF AMENDMENT CERTIPICATE OF AMENDMENT FALLARIASSEE, FLORIDA

OF

CERTIFICATE OF INCORPORATION -

ROGER BOUCHARD INSURANCE, INC., a Plorida corporation, under its corporate seal and the hands of its President, ROGER O. BOUCHARD, and Secretary, JAMES P. HARRISON, hereby certifies that:

I.

The Board of Directors and Stockholders of said corporation at a joint meeting called and held on January 2, 1969, adopted the following Resolution:

"BE IT RESOLVED by the Board of Directors of ROGER BOUCHARD INSURANCE, INC., a Florida corporation, that said Board deems it advisable and hereby declares it to be advisable that Article III of the Certificate of Incorporation be amended, changed and altered so as to read as follows:

"The authorized capital stock of this corporation shall be two thousand (2,000) shares of common stock of \$10.00 par value.

"The whole or any part of the capital stock of this corporation shall be payable in lawful money of the United States of America, or property, labor or services at a just valuation to be fixed by the Directors. Property or labor may also be purchased with the capital stock at such valuation as shall be fixed by the Directors.

"BE IT FURTHER RESOLVED that the effective date of this amendment shall be as of January 1, 1969."

. · II.

Said amendment of the Certificate of Incorporation was duly adopted by the unanimous vote of all the stockholders at said joint meeting held on January 2, 1969.

IN WITHESS WHEREOF said corporation has caused this Certificate to be signed in its name by its President and its corporate seal to be hereunto affixed and attested by its Secretary, this the 27th day of January, A. D. 1970.

(Corporate Seal)

ROGER HOUCHARD INSURANCE, INC.

By: /s/ ROGER O. BOUCHARD

Attest: /s/ JAMES P. HARRISON President

STATE OF FLORIDA) BE COUNTY OF FINELLAS)

on this day personally appeared before me, the undersigned officer, duly authorized by the laws of the State of Florida to take acknowledgments of deeds, ROGER O. BOUCHARD, President of ROGER BOUCHARD INSURANCE, INC., a Florida corporation, and acknowledged that he executed the above and foregoing Certificate of Amendment as such officer for and on behalf of said corporation after having been duly authorized so to do.

WITNESS my hand and official seal at Clearwater, Finellas County, Florida, on this the 27th day of January, A. D. 1970.

/s/ ADELAIDE S. OLMSTRAD
Notary Public, State of Florida at Large

My Commission empires: June 9, 1972.

(Notary, Seal)