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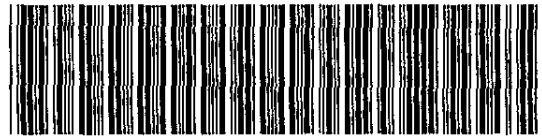
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ONE FEDERAL PLACE
1819 FIFTH AVENUE NORTH
BIRMINGHAM, AL 35203-2119
205.521.8000 FAX 205.521.8800
WWW.BRADLEYARANT.COM

Terrie A. Sadberry

Direct Dial: 205-521-8456
Direct Fax: 205-488-6456
tsadberry@barw.com

February 7, 2006

Via: Overnight Delivery

Florida Department of State
Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: CapitalSouth Insurance, Inc.

Dear Sir/Madam:

Enclosed is two (2) originals of an Application by Foreign Corporation for Authorization to Transact Business in Florida for CapitalSouth Insurance, Inc., an Alabama corporation, (with Certificate of Existence attached) and this firm's check in the amount of \$78.75 which represents payment of the \$70.00 filing fee and \$8.75 certified copy fee for filing with your office. Please file and return the certified copy back to my attention in the pre-addressed postage paid envelope which has also been enclosed for your convenience.

If you should have any questions regarding this filing, please do not hesitate to contact me at my direct line listed above. Thanks for your assistance with this matter.

Sincerely,

A handwritten signature in cursive script that reads "Terrie A. Sadberry".

Terrie A. Sadberry
Certified Legal Assistant

Enclosures

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: CapitalSouth Insurance, Inc.

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Terrie A. Sadberry

(Name of Person)

Bradley Arant Rose & White LLP

(Firm/Company)

1819 5th Avenue North

(Address)

Birmingham, Alabama 35203

(City/State and Zip code)

For further information concerning this matter, please call:

Terrie A. Sadberry

(Name of Person)

at (205) 521-8456

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☒ \$78.75 Filing Fee &
Certified Copy

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

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. CapitalSouth Insurance, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")
- (If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. Alabama 3. 63-1129040
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. October 16, 1994 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Filing
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 4720 Salisbury Road, Jacksonville, Florida 32256
(Principal office address)
- 4720 Salisbury Road, Jacksonville, Florida 32256
(Current mailing address)
8. Insurance Agency
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)
- Name: CapitalSouth Bank
- Office Address: 4720 Salisbury Road
- Jacksonville, Florida 32256
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

W. Dan Fulkett, Chairman of BOD of CapitalSouth Bank

By: W. Dan Fulkett
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: W. Dan Puckett

Address: 2340 Woodcrest Place, Suite 200, Birmingham, Alabama 35209

Vice Chairman: N/A

Address: _____

Director: James Cooper, Jr.

Address: 2340 Woodcrest Place, Suite 200, Birmingham, Alabama 35209

Director: James H. Dill

Address: 2340 Woodcrest Place, Suite 200, Birmingham, Alabama 35209

B. OFFICERS

President: James H. Dill

Address: 2340 Woodcrest Place, Suite 200, Birmingham, Alabama 35209

Vice President: N/A

Address: _____

Secretary: Carol W. Marsh

Address: 2340 Woodcrest Place, Suite 200, Birmingham, Alabama 35209

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Director or Officer listed in number 12 of the application)

14. James H. Dill, President

(Typed or printed name and capacity of person signing application)

Nancy L. Worley
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Nancy L. Worley, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the domestic corporation records on file in this office disclose that CapitalSouth Insurance, Inc. incorporated in Jefferson County, Birmingham, Alabama on October 6, 1994. I further certify that the records do not disclose that said CapitalSouth Insurance, Inc. has been dissolved.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

February 6, 2006

Date

A handwritten signature in cursive script, reading 'Nancy L. Worley', written over a horizontal line.

Nancy L. Worley

Secretary of State