

PO00000/3237

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL

TRANSMITTAL LETTER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

900003086699--1
-01/04/00--01009--008
*****78.75 *****78.75

SUBJECT: BANCASSURANCE PARTNERS CORPORATION
(Proposed corporate name - must include suffix)

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

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: William S. Wilkins
Name (printed or typed)

13615
-13165 S Dixie Highway, #441
Address

Miami, FL 33176
City, State & Zip

305-232-8929
Daytime Telephone number

William Wilkins GAVE
AUTHORIZATION BY PHONE TO
address in Article I & VI
DATE: 2/7/2000
DOC. EXAM. PH 2/7/2000 ✓

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

W-654
PH 1/10/2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

2/3

January 10, 2000

WILLIAM S. WILKINS
13165 S DIXIE HWY, #441
MIAMI, FL 33176

SUBJECT: BANCASSURANCE PARTNERS CORPORATION
Ref. Number: W00000000694

We have received your document for BANCASSURANCE PARTNERS CORPORATION and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Written approval and clearance of the terms BANK, BANKER, BANC, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION must be obtained from the Division of Banking and Finance, pursuant to section 655.922(2a), Florida Statutes. The address is:

Division of Banking
Director's Office
101 E. Gaines St.
Fletcher Bldg., 6th Floor.
Tallahassee, FL 32399-0350
(850) 410-9111.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 500A00001193



ROBERT F. MILLIGAN
COMPTROLLER OF FLORIDA

OFFICE OF THE COMPTROLLER

DEPARTMENT OF BANKING AND FINANCE

STATE OF FLORIDA

TALLAHASSEE

32399-0350

January 26, 2000

Richard Henneforth, CPA
13831 SW 59th Street, Suite 101A
Miami, Florida 33183

Dear Mr. Henneforth:

Re: "Bancassurance Partners Corporation"

Thank you for your recent letter/fax requesting approval for use of the above-referenced name.

It is the opinion of this Department that the above-referenced corporate name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Department does not object to your use of the above-referenced name being registered to conduct business in the state of Florida.

Sincerely,

Art Simon
Director

:kr

cc: Karon Beyer, Chief
Bureau of Corporate Records
Division of Corporations
Secretary of State's Office

ARTICLES OF INCORPORATION
OF

Bancassurance Partners Corporation

ARTICLE I - NAME

The name of the corporation shall be:

BANCASSURANCE PARTNERS CORPORATION

The principal office and mailing address shall be:

13615 S. Dixie Highway, #441, Miami, Florida 33176

ARTICLE II - DURATION

The Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of One Dollar (\$0.01) per share.

ARTICLE V - INITIAL REGISTERED
OFFICE AND AGENT

The initial registered office of this Corporation shall be:
13831 SW 59th Street, Suite 101A, Miami, Florida 33183, and the initial registered agent of this Corporation at such office shall be Richard Henneforth, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of two (2) members. The number of Directors may be increased or decreased from time to time by vote of the stockholders, but in no case

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00 FEB -7 PM 2: 58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

shall the number be less than one. The names and addresses of the Directors constituting

the initial Board of Directors are :

NAME	ADDRESS
<u>William S. Wilkins</u> - Director	<u>13615 S Dixie Highway, #441</u> <u>Miami, FL 33176</u>
<u>Carl E. Geuther</u> - Director	<u>13615 S Dixie Highway, #441</u> <u>Miami, FL 33176</u>

ARTICLE VII - INCORPORATOR

The name and address of the person signing the Articles of Incorporation is:

William S. Wilkins
13615 S. Dixie Highway, #441
Miami, , FL 33176


Incorporator

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00 FEB -7 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT OF DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Bancassurance Partners Corporation

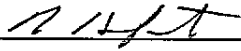
2. The name and address of the registered agent and office is:

Richard Henneforth
(Name)

13831 SW 59th Street, Suite 101A
(P. O. Box not acceptable)

Miami, FL 33183
(City/State/Zip)

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.


(Signature)

12-15-99