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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
Fax Number : (305) 541-3770

**FLORIDA PROFIT CORPORATION OR P.A.**

**EMERALD INSURANCE UNDERWRITERS, INC.**

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01 FEB 26 AM 8:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. McKnight FEB 27 2001

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**ARTICLES OF INCORPORATION  
OF****EMERALD INSURANCE UNDERWRITERS, INC.****FILED**  
01 FEB 26 AM 8:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a Profit Corporation under Chapter 607 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

**ARTICLE I**

The name of this corporation shall be: EMERALD INSURANCE UNDERWRITERS, INC.

**ARTICLE II**

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

**ARTICLE III**

The principal place of business of this corporation: 11832 N.W. 10<sup>TH</sup> AVENUE, MIAMI, FL 33168.

**ARTICLE IV**

The general nature of business of this corporation is to transact any and all lawful business.

**ARTICLE V**

The aggregate number of shares which this corporation shall have authority to issue are 100 shares having NO PAR VALUE.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

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**ARTICLE VI****H 01000021042**

The name and street address of the initial Registered Agent of this corporation shall be: ERNESTO MARTINEZ, JR., P.A.  
301 ALMERIA AVENUE, SUITE 105, CORAL GABLES, FL 33134.

**ARTICLE VII**

The name and address of the officers and initial board of director(s) shall be:

**PRES/SEC/TREAS/DIR****JUAN J. DEL VALLE****11832 N.W. 10<sup>TH</sup> AVENUE  
MIAMI, FL 33168****ARTICLE VIII**

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

**Empire Corporate Kit of America, Inc.  
2444 N.W. 7<sup>TH</sup> PLACE  
MIAMI, FL 33127**

The undersigned has executed these Articles of Incorporation this 26<sup>th</sup> day of FEBRUARY, 2001.

  
**INCORPORATOR**

Ray Stormont Signing for  
Empire Corporate Kit of America, Inc.

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

EMERALD INSURANCE UNDERWRITERS, INC.

(Name of Corporation)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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.

ERNESTO MARTINEZ, JR., P.A.

BY:

  
REGISTERED AGENT

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