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FILED
01 JUN 13 PM 4:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Leannington Law Firm
(Requestor's Name)

Karen Botero 222-3533
(Address)

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

*Please call when ready.
Thank you.*

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known) **100004418084--8**
-06/13/01--01075--003
*****78.75 *****78.75

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

☐ Walk in ☐ Pick up time _____

☒ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/> Profit	
<input type="checkbox"/> NonProfit	
<input type="checkbox"/> Limited Liability	
<input type="checkbox"/> Domestication	
<input type="checkbox"/> Other	

AMENDMENTS	
<input type="checkbox"/> Amendment	
<input type="checkbox"/> Resignation of R.A., Officer/Director	
<input type="checkbox"/> Change of Registered Agent	
<input type="checkbox"/> Dissolution/Withdrawal	
<input type="checkbox"/> Merger	

OTHER FILINGS	
<input type="checkbox"/> Annual Report	
<input type="checkbox"/> Fictitious Name	
<input type="checkbox"/> Name Reservation	

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/> Foreign	
<input type="checkbox"/> Limited Partnership	
<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Trademark	
<input type="checkbox"/> Other	

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
FOREMOST EXPRESS INSURANCE AGENCY OF FLORIDA, INC.**

The undersigned hereby makes, subscribes, acknowledges, and files this certificate for the purpose of becoming a corporation for profit under the laws of the State of Florida:

ARTICLE I

Name

The name of this Corporation shall be Foremost Express Insurance Agency of Florida, Inc.

ARTICLE II

Purpose

This Corporation shall be organized for the purposes of owning and managing an insurance agency and sales of insurance products and other related products and services, and for any other business or purpose which is lawful under the laws of the State of Florida.

ARTICLE III

Agent

The registered agent of this Corporation shall be CT Corporation System, 1200 S. Pine Island Road, Plantation, Florida 33324.

ARTICLE IV

Existence

This Corporation shall have perpetual existence.

ARTICLE V

Address

The initial street address of the principal office of this Corporation shall be 5600 Beech Tree Lane, Grand Rapids, Michigan 49501 and the mailing address shall be 5600 Beech Tree Lane, Grand Rapids, Michigan 49501.

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ARTICLE VI

Capital Stock

The authorized capital stock of this Corporation shall consist of One Hundred Thousand (100,000) shares of One Dollar (\$1.00) par value voting common stock.

ARTICLE VII

Preemptive Rights, Cumulative Voting

Holders of the capital stock of the Corporation shall have no preemptive right to purchase any new shares of stock or securities, or rights to acquire stock or securities of the Corporation. Cumulative voting shall not be allowed in the election of its directors or for any other purposes.

ARTICLE VIII

Directors

This Corporation shall have no less than one (1) director nor more than fifteen (15) directors. The number on the Board shall be set from time to time by the stockholders at the annual meeting, or at a special meeting called for the purpose. The Board of Directors shall be initially comprised of one member. The names and addresses of the initial members of the Board of Directors are as follows:

Name and Address

John J. Hannigan
5600 Beech Tree Lane
Caledonia, MI 49316

Nancy H. Treul
5600 Beech Tree Lane
Caledonia, MI 49316

F. Robert Woudstra
5600 Beech Tree Lane
Caledonia, MI 49316

Steven Boshoven
4680 Wilshire Blvd.
Los Angeles, CA 90010

Ronnie L. Joyner
5600 Beech Tree Lane
Caledonia, MI 49316

Michael Kent Goedelman
3920 Sea Eagle Circle
St Augustine, FL 32086

ARTICLE IX

Incorporator

The name and address of the Incorporator is: Mark T. Haney, Post Office Box 10095, 215 S. Monroe Street, Suite 200, Tallahassee, FL 32302.

ARTICLE X

Officers

The officers of the Corporation shall be a President and Secretary, and such other officers or agents as may be appointed by the Board of Directors. All officers, agents or employees as may be necessary shall be chosen in such a manner, for such time, and have such duties as may be described by the By-Laws or determined by the Board of Directors. The names and addresses of the initial officers are as follows:

Officer Names and Addresses

President

John J. Hannigan
5600 Beech Tree Lane
Caledonia, Michigan 49316

Vice President

Michael Kent Goedelman
3920 Sea Eagle Circle
St Augustine, FL 32086

Vice President

Ronnie L. Joyner
5600 Beech Tree Lane
Caledonia, Michigan 49316

Vice President

Nora L. Ruder
5600 Beech Tree Lane
Caledonia, Michigan 49316

Vice President

Donald Collins
5600 Beech Tree Lane
Caledonia, Michigan 49316

Vice President
Stephen J. Leaman
4680 Wilshire Blvd.
Los Angeles, California 90010

Vice President
Robert L. Sciba
5600 Beech Tree Lane
Caledonia, Michigan 49316

Secretary
Martin R. Brown
5600 Beech Tree Lane
Caledonia, Michigan 49316

Assistant Secretary
Doren E. Hohl
4680 Wilshire Blvd.
Los Angeles, California 90010

Treasurer
Jeffery L. Pepper
5600 Beech Tree Lane
Caledonia, Michigan 49316

Assistant Treasurer
Ronald Bassolino
4680 Wilshire Blvd.
Los Angeles, California 90010

Assistant Treasurer
Hubert Mountz
4680 Wilshire Blvd.
Los Angeles, California 90010

ARTICLE XI

Indemnification

The Corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he is or was a director, officer, employee, or agent of the Corporation, or is, or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other

enterprise, against expenses (including attorneys' fees, judgments, fines and amounts paid in settlement) actually and reasonably incurred by him in connection with such action, suit or proceeding, including appeals, unless he acted with gross negligence or willful misconduct. Determination of any action, suit or proceeding by judgment, order, settlement or conviction shall not create a presumption that the person acted with gross negligence or willful misconduct. The determination of whether a person acted within the standard of conduct described above shall be made in one of the following manners:

- i. A majority vote of a quorum of directors who were not parties to the action, suit or proceeding; or
- ii. If a majority of the disinterested directors so requests, by independent legal counsel in a written opinion; or
- iii. If a majority of the disinterested directors so requests, by a qualified independent arbitrator.

Success on the merits in defense of any action, suit or proceeding shall be determinative that the person acted within the necessary standard of conduct and no further determination shall be necessary.

Expenses, including attorneys' fees, incurred in defending a civil or criminal action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding, upon a preliminary determination by the disinterested Board members that the person did not act with gross negligence or willful misconduct, upon receipt of an undertaking by such person to repay such amount upon any ultimate determination that he acted with gross negligence or willful misconduct.

Indemnification as provided hereunder shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of his heirs, executors, administrators and assigns.

The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee, or agent of the Corporation, or is, or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him and incurred by him in any such capacity, or arising out of the status as such, whether or not the Corporation has the power to indemnify him against such liability under the provision of this section.

IN WITNESS WHEREOF, I, the undersigned Incorporator, hereby set my hand and seal this 13th day of June, 2001, for the purpose of forming this Corporation under the laws of the State of Florida, and I hereby make and file in the Office of the Secretary of the State in the State of Florida the Certificates of Incorporation and certify that the facts herein stated are true.

Mark T. Haney

Mark T. Haney, Incorporator
215 South Monroe Street, Second Floor
Tallahassee, Florida 32302

BEFORE ME, the undersigned officer, duly authorized to take acknowledgments and administer oaths, personally appeared Mark T. Haney, and being first duly sworn and upon his oath, stated that Mark T. Haney signed the above Articles of Incorporation for the conditions and purposes therein expressed this 13th day of June, 2001.

Karen A. Botino
NOTARY PUBLIC - STATE OF FLORIDA



Karen A. Botino
MY COMMISSION # CC794173 EXPIRES
January 29, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

PRINTED NAME OF NOTARY; COMMISSION
NUMBER AND EXPIRATION OF COMMISSION

Personally known to me

or produced the following identification: _____

CERTIFICATE OF DESIGNATION
REGISTERED AGENT

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: FOREMOST EXPRESS INSURANCE AGENCY OF FLORIDA, INC..

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

CT Corporation System

(NAME)

1200 S. Pine Island Road

(P.O. BOX NOT ACCEPTABLE)

Plantation, Florida 33324

(CITY/STATE/ZIP)

SIGNATURE

Mark T. H

TITLE Incorporator

DATE June 13, 2001

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

Barbara A Burke

DATE

6-12-01

BARBARA A. BURKE
SPECIAL ASSISTANT SECRETARY

REGISTERED AGENT FILING FEE: \$35.00