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TRANSMITTALLETTER

FILED

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

01 OCT 19 AM 10:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*****78.75 *****78.75

SUBJECT: EMERALD SPRINGS INSURANCE AGENCY, INC
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

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

ADDITIONAL COPY REQUIRED

FROM: DAVID MORAN
Name (Printed or typed)

PO Box 10228
Address

NAPLES FL 34101
City, State & Zip

(941) 643 4142
Daytime Telephone number

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

C. BLALOCK OCT 22 2001

Articles of Incorporation
Of
Emerald Springs Insurance Agency, Inc

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporators for the purpose of forming a corporation for profit under the provisions of the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

Article I

Name of Corporation

The name of this corporation is **Emerald Springs Insurance Agency, Inc.**

Article II

Duration

This corporation shall exist perpetually.

Article III

Purpose

The purpose of this corporation is to provide services and any lawful business permitted under the Laws of the State of Florida and the United States.

Article IV

Capital Stock

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 10,000 shares of common stock with a par value of \$1.00 per share. All shares shall be of the same class.

No shareholder of this corporation shall enter into a voting trust agreement or any other type of vesting agreement with another person with authority to exercise voting power of any stock.

Article V

Stock Rights

The common stock of this corporation shall have unlimited voting rights and the holders of said stock shall be entitled to receive the net assets of this corporation upon dissolution.

Article VI

Preemptive Rights

All shareholders of this corporation shall have preemptive rights with regard to the issuance of any stock.

Article VII

Initial Principle Office Address

The address of the initial principle office of this corporation is 6101 Thresher Drive, Naples, Florida 34112.

Article VIII

Initial Registered Agent and Registered Address

The name of the initial registered agent of this corporation is David M. Moran and the registered address is 4762 Capri Drive, Naples, Florida 34103-2509.

**Article IX
Incorporators**

The name and address of the Incorporators signing these Articles of Incorporation are as follows:

**1. J. Craig Holbrook
6101 Thresher Drive
Naples, Florida 34112**

**2. Jill Holbrook
6101 Thresher Drive
Naples, Florida 34112**

**Article X
Board of Directors**

This corporation shall have one (1) director initially. The number of the directors may be increased, from time to time, by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one (1).

The name and address of the initial officers and board of directors of this corporation are as follows:

**1. J. Craig Holbrook
6101 Thresher Drive
Naples, Florida 34112**

**2. Jill Holbrook
6101 Thresher Drive
Naples, Florida 34112**

President/Treasurer

Vice President/Secretary

**Article XI
Informal Shareholder Action**

Any action of the Shareholders may be taken without a meeting; if consent in writing setting forth the action to be taken is signed by all of the Shareholders entitled to vote upon such action, normally undertaken at a meeting and is filed with the Secretary of the corporation as part of the corporate records.

**Article XII
Bylaw Amendment**

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested exclusively in the Shareholders.

**Article XIII
Informal Director Action**

If all the Directors severally or collectively consent, in writing, to any action taken or to be taken by the corporation and the writings evidencing their consent are filed with the Secretary of the corporation in writing. The action shall be valid as though it had been authorized at a duly called meeting of the Board of Directors.

**Article XIV
Indemnification**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**Article XV
Amendment of Articles**

These articles of Incorporation, or any amendment thereto, may be amended or repealed as prescribed by law, and any right conferred upon the shareholders is subject to this reservation.

In Witness Whereof, the undersigned Incorporator has executed the foregoing Articles of Incorporation in the State of Florida, County of Collier, this 21st day of March, 2001.

President

J Craig Holbrook

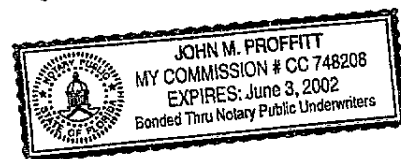
Vice President

Jill Holbrook

State of Florida
County of Collier

Before me, the undersigned authority, on this 21st day of March, 2001, personally appeared J Craig Holbrook, who produced Florida Drivers License #H 414 423 58 060 0 as identification and Jill Holbrook, who produced Florida Drivers License #H 416 420 64 663 0 as identification and who executed the foregoing Articles of Incorporation, and they acknowledged to and before me that they executed the same for the uses and purposes therein mentioned and set forth.

Florida Notary Public
Term Expires



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Acknowledgement of Registered Agent
Of Emerald Springs Insurance Agency, Inc.**

Having been named to accept service of process for the above stated Corporation, at the place designated in these Articles of Incorporation. I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 21st day of March 2001.

J Moran 3/21/2001

Vice President/Secretary Jim Hobcock Dated _____