

P020000058890

**FLORIDA EMPLOYERS GROUP, INC.**

May 22, 2002

Florida Department of State  
Divisions of Corporations  
c/o John Nedeau  
409 East Gaines Street  
Tallahassee, Florida 32399

FILED  
02 MAY 28 AM 9:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Florida Employers Group, Inc.

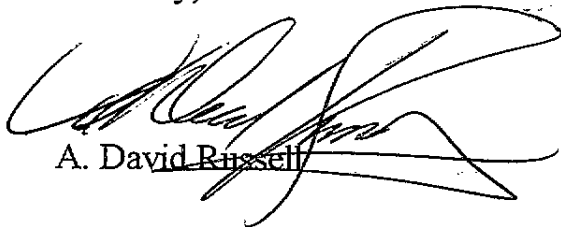
Dear Mr. Nedeau:

Enclosed please find two copies of executed Articles of Incorporation for Florida Employers Group, Inc.

In addition, please find enclosed check in the amount of \$78.75 that represents the filing fee and registered agent designation and Certified Copy.

Thank you in advance for the processing of these documents.

Sincerely,



A. David Russell

Enclosure

ADR/jgr

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-05/28/02--01077--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

**ARTICLES OF INCORPORATION  
OF  
FLORIDA EMPLOYERS GROUP, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

**ARTICLE ONE  
NAME**

The name of the corporation is Florida Employers Group, Inc.

**ARTICLE TWO  
CORPORATE DURATION**

The duration of the corporation is to be perpetual.

**ARTICLE THREE  
PURPOSE**

The corporation may engage in any activity or business permitted under the laws of the State of Florida.

**ARTICLE FOUR  
CAPITALIZATION**

The aggregate number of shares, which the corporation is authorized to issue, is 10,000 shares. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

**ARTICLE FIVE  
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 1201 Hardee Road, P. O. Box 560427, Miami, Florida 33256-0427.

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**ARTICLE SIX  
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 1201 Hardee Road, Coral Gables, Florida 33146 and the name of its initial registered agent at such address, is A. David Russell.

**ARTICLE SEVEN  
DIRECTORS**

The number of directors constituting the initial board of directors of the corporation shall be not less than Two (2). The name and address of each person who is to serve as a member of the initial board of directors is:

<u>Name</u>	<u>Address</u>
A. David Russell	P. O. Box 560427 Miami, Florida 33256-0427
William H. Leinbach	10 Hendricks Isle, #8 Ft. Lauderdale, Florida 33301

**ARTICLE EIGHT  
INCORPORATORS**

The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
A. David Russell	P. O. Box 560427 Miami, Florida 33256-0427
William H. Leinbach	10 Hendricks Isle, #8 Ft. Lauderdale, Florida

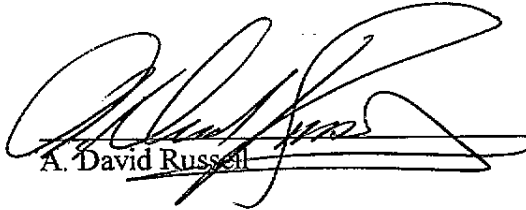
**ARTICLE NINE  
INDEMNIFICATION**

This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law.

**ARTICLE TEN  
AMENDMENTS**

These articles of incorporation may be amended in the manner authorized by at the time of amendment.

IN WITNESS WHERETO, I, A. David Russell, being the incorporator of this corporation, make and file these articles of incorporation this 22<sup>nd</sup> day of May 2002.



A. David Russell

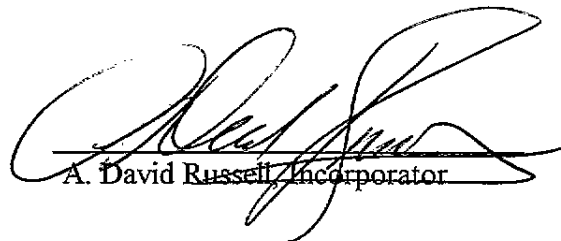
**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 607.0502, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

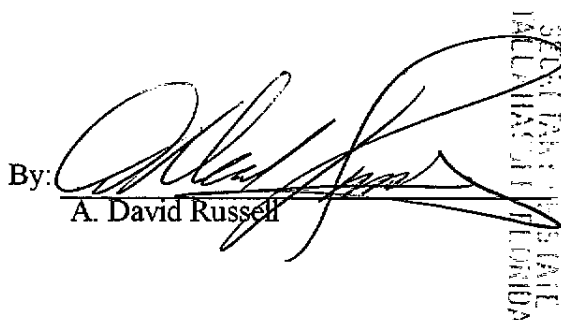
THAT FLORIDA EMPLOYERS GROUP, INC., DESIRING TO ORGANIZE  
OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS  
PRINCIPAL PLACE OF BUSINESS AT:

1201 Hardee Road  
P. O. Box 560427  
Miami, Florida 33256-0427

HAS NAMED A. DAVID RUSSELL, LOCATED AT 1201 HARDEE ROAD,  
CORAL GABLES, FLORIDA 33146, AS ITS AGENT TO ACCEPT SERVICE OF  
PROCESS WITHIN FLORIDA.

  
A. David Russell, Incorporator

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE  
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THE  
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER  
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE  
TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

By:   
A. David Russell

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CLERK OF THE COURT  
JAILORIAL FLORIDA