

PO0000078219

BEACHES INSURANCE GROUP, PA
421 NORTH 3RD STREET
JACKSONVILLE, FL 32250

JUNE 28, 2002

DEAR SECRETARY OF STATE:

PLEASE FIND ENCLOSED TWO COPIES OF THE CORPORATION PAPERS FOR BEACHES
INSURANCE GROUP, PA AND A CHECK FOR \$70.00. PLEASE STAMP ONE OF THE COPIES OF
THE CORPORATION PAPERS WITH A FILED DATE STAMP AND RETURN IT TO THE ADDRESS
LISTED ABOVE. IF YOU HAVE ANY QUESTIONS YOU CAN CONTACT MY ACCOUNTANT,
DIANA LEBEAU, AT 904-317-4784.

SINCERELY,

Rajesh Sood

RAJESH SOOD

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 3, 2002

RAJESH SOOD
421 N 3 ST
JACKSONVILLE, FL 32250

SUBJECT: BEACHES INSURANCE GROUP, PA
Ref. Number: W02000019434

We have received your document for BEACHES INSURANCE GROUP, PA and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6927.

Tracy Smith
Document Specialist
New Filing Section

Letter Number: 902A00042148

*Please see
attached
papers
R. Sood*

ARTICLES OF INCORPORATION

OF

BEACHES INSURANCE GROUP, PA

THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLES OF INCORPORATION, BEING DULY LICENSED TO SELL INSURANCE IN THE STATE OF FLORIDA, HEREBY FORMS A PROFESSIONAL CORPORATION IN ACCORDANCE WITH THE FLORIDA PROFESSIONAL SERVICE CORPORATION ACT, FLORIDA STATUTES CHAPTER 621, AND HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION FOR SUCH CORPORATION.

ARTICLE I. NAME

THE NAME OF THIS CORPORATION IS BEACHES INSURANCE GROUP, PA

ARTICLE II. COMMENCEMENT

THIS CORPORATION WILL EXIST EFFECTIVE AUGUST 1, 2002

ARTICLE III. DURATION

THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE IV. PURPOSE

THIS PROFESSIONAL SERVICE CORPORATION IS FORMED TO ENGAGE IN EVERY PHASE AND ASPECT OF THE SELLING OF INSURANCE TO THE PUBLIC. IN ADDITION, THE CORPORATION MAY INVEST THE FUNDS OF PROFESSIONAL SERVICE CORPORATION IN REAL ESTATE, MORTGAGES, STOCKS, BONDS, OR ANY OTHER TYPE OF INVESTMENT, AND OWN REAL AND PERSONAL PROPERTY NECESSARY FOR THE RENDERING OF PROFESSIONAL SERVICES.

ARTICLE V. CORPORATION POWERS

THIS CORPORATION SHALL HAVE THE POWER TO DO ANYTHING NECESSARY AND PROPER FOR THE ACCOMPLISHMENT OR FURTHERANCE OF ANY PURPOSES OR OBJECTS OF THIS CORPORATION ENUMERATED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT THEREOF, NECESSARY OR INCIDENTAL TO THE ACCOMPLISHMENT OR FURTHERANCE OF THE PURPOSES OR OBJECTS OF THIS CORPORATION AND TO HAVE, IN FURTHERANCE OF THE CORPORATE PURPOSE, ALL OF THE POWERS CONFERRED UPON CORPORATIONS ORGANIZED UNDER THE FLORIDA GENERAL CORPORATION ACT.

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ARTICLE VI. CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO ISSUE IS 100 SHARES OF COMMON STOCK HAVING A PAR VALUE OF \$ 1.00 PER SHARE. THE BOARD OF DIRECTORS IS AUTHORIZED TO ISSUE "SECTION 1244 STOCK" AS DEFINED BY SECTION 1244 OF THE INTERNAL REVENUE CODE.

ARTICLE VII. INITIAL PRINCIPAL OFFICE, REGISTERED OFFICE AND AGENT

THE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IS 421 NORTH 3RD STREET, JACKSONVILLE, FLORIDA 32250; THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS 421 NORTH 3RD STREET, JACKSONVILLE, FLORIDA 32250; AND THE NAME OF THE INITIAL REGISTERED AGENT AT THAT ADDRESS IS RAJESH SOOD. THE STOCKHOLDERS SHALL HAVE THE POWER TO ESTABLISH BRANCH OFFICES, AND TO MOVE THE PRINCIPAL OFFICE TO ANY OTHER ADDRESS IN FLORIDA.

ARTICLE VIII. INCORPORATOR

THE NAME AND ADDRESSES OF PERSONS SIGNING THESE ARTICLES ARE:

RAJESH SOOD

8248 WALLINGFORD HILLS LANE
JACKSONVILLE, FLORIDA 32256

MONIKA SOOD

8248 WALLINGFORD HILLS LANE
JACKSONVILLE, FLORIDA 32256

ARTICLE IX. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

ALL CORPORATE POWERS SHALL BE EXERCISED BY OR UNDER THE AUTHORITY OF, AND THE BUSINESS AND AFFAIRS OF THIS CORPORATION SHALL BE MANAGED UNDER THE DIRECTION OF, THE SHAREHOLDERS OF THIS CORPORATION.

ARTICLE X. CALLING OF SPECIAL MEETINGS

SPECIAL MEETINGS OF SHAREHOLDERS OF THIS CORPORATION SHALL HAVE THE SOLE POWER TO ADOPT, AMEND OR REPEAL BY-LAWS FOR THE MANAGEMENT OF THIS CORPORATION, AND THE DUTIES OF THE OFFICERS SHALL BE PRESCRIBED BY SUCH BY-LAWS.

ARTICLE XI. INITIAL DIRECTORS

THE NAMES AND ADDRESSES OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS OF THIS CORPORATION ARE:

- 1) RAJESH SOOD: 8248 WALLINGFORD HILLS LANE
JACKSONVILLE, FL 32256
- 2) MONIKA SOOD: 8248 WALLINGFORD HILLS LANE
JACKSONVILLE, FL 32256

ARTICLE XII. INITIAL OFFICERS AND SUBSCRIBERS

THE NAMES AND ADDRESSES OF THE OFFICERS WHO ARE TO SERVE UNTIL THE FIRST ELECTION UNDER THE ARTICLES OF INCORPORATION ARE AS FOLLOWS:

PRESIDENT: RAJESH SOOD

**8248 WALLINGFORD HILLS LANE
JACKSONVILLE, FLORIDA 32256**

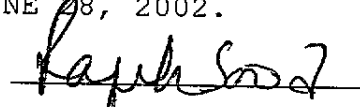
VICE-PRESIDENT: MONIKA SOOD

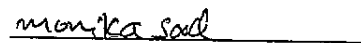
**8248 WALLINGFORD HILLS LANE
JACKSONVILLE, FLORIDA 32256**

ARTICLE XIII. AMENDMENT

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW.

IN WITNESS WHEREOF THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE ARTICLES OF INCORPORATION ON JUNE 28, 2002.


RAJESH SOOD


MONIKA SOOD

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN PURSUANCE OF FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED IN COMPLIANCE WITH SAID ACT:

FIRST, THAT **BEACHES INSURANCE GROUP, PA** DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE, AS INDICATED IN THE ARTICLES OF INCORPORATION AT THE CITY OF JACKSONVILLE, FL HAS NAMED:

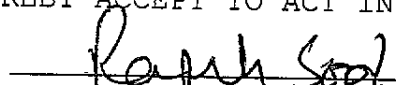
RAJESH SOOD

LOCATED AT: 8248 WALLINGFORD HILLS LANE
JACKSONVILLE, FLORIDA 32256

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE

ACKNOWLEDGEMENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVESTATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY.


RAJESH SOOD

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STATE OF FLORIDA
DIVISION OF CORPORATIONS