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(Requestor's Name)

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(City/State/Zip/Phone #)

☐ PICK-UP

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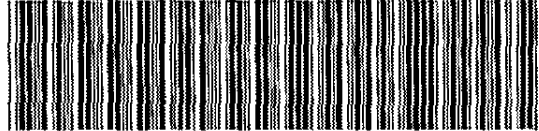
(Business Entity Name)

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DIVISION OF REGISTRATION

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TALLAHASSEE, FLORIDA

/s

Pennington Law Firm
(Requestor's Name)

Tallahassee FL
(City, State, Zip) (Phone #)

OFFICE USE ONLY

Pls call Marsha @ 222-3533
when ready

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Choice Underwriters, Inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time _____

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☐ Certificate of Status

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| 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 |

**ARTICLES OF INCORPORATION
OF
CHOICE UNDERWRITERS, INC.**

The undersigned hereby adopts these Articles of Incorporation 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 CHOICE UNDERWRITERS, INC. (hereinafter "the Corporation").

**ARTICLE II
PURPOSE**

The Corporation is organized for the purposes of engaging in the sale of insurance products and any other business or purpose which is lawful under the laws of the State of Florida.

**ARTICLE III
REGISTERED OFFICE AND AGENT**

The registered office of the Corporation shall be 215 South Monroe St., Suite 200, Tallahassee, FL 32301 and the registered agent of the Corporation at such address is Ben H. Wilkinson.

**ARTICLE IV
EXISTENCE**

The Corporation shall have perpetual existence.

**ARTICLE V
PRINCIPAL OFFICE**

The street address of the principal office of this Corporation shall be 3159 Shamrock Drive, South, Tallahassee, FL 32317-0117.

**ARTICLE VI
CAPITAL STOCK**

The authorized capital stock of the Corporation shall consist of Ten Thousand (10,000) shares of One Cent (\$.01) par

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FLORIDA

value voting common stock and Ten Thousand shares of One Cent (\$.01) par value non-voting preferred stock.

Authority is hereby vested in the Board of Directors of the Corporation to divide the authorized non-voting preferred stock into series, to issue the preferred stock in such series as they may designate, and to fix and determine the relative rights and preferences of each series so established. The Board of Directors may fix and determine the relative rights and preferences of each series so established, with respect to all or any of the following:

- i. The rate or manner of payment of preferred share dividends and whether right to payment is cumulative;
- ii. Whether preferred shares may be called or redeemed and, if so, the call or redemption price and terms and conditions of the call or redemption;
- iii. The amount payable upon preferred shares in the event of voluntary or involuntary liquidation;
- iv. Sinking fund provisions, if any, for the call or redemption of preferred shares; and
- v. Terms and conditions, if any, upon which the preferred shares may be converted into another class or series.

The relative rights of each series shall be set forth in full, or summarized, on the stock certificates issued by the Corporation to represent the stock.

Prior to the issue of any shares of a series established by board resolutions, the Corporation shall file in the Office of the Department of State a statement setting forth the name of the Corporation, the date of the adoption of the resolution establishing the series, and enclosing a copy of the resolution determining the relative rights and preferences thereof, together with a statement that the resolution was duly adopted by the Board of Directors. The statement shall be executed and acknowledged by the President and Secretary of the Corporation. Upon the filing of such statement with the Department of State, the resolution establishing and designating the series, and fixing and determining the relative rights and preferences of the series, shall constitute an amendment to the Articles of Incorporation of the Corporation.

ARTICLE VII
PREEMPTIVE RIGHTS, CUMULATIVE VOTING

Holders of the capital stock of the Corporation shall have the preemptive right to purchase any new shares of stock or securities, or rights to acquire stock or securities of the Corporation, including treasury shares. Cumulative voting shall not be allowed in the election of the directors of this Corporation or for any other purposes.

ARTICLE VIII
DIRECTORS

The Corporation shall have six (6) directors.

ARTICLE IX
INCORPORATOR

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

ARTICLE X
OFFICERS

The officers of the Corporation shall be a Chairman, President, Secretary and Treasurer and such other officers as may be elected by the Board of Directors of the Corporation. All officers of the Corporation shall be chosen in such a manner and for such a term, and shall have such duties as shall be may be prescribed by the By-Laws or determined by the Board of Directors.

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, to the maximum extent permitted by Florida law.

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.

ARTICLE XI
AMENDMENT

These Articles may be amended only pursuant to the affirmative vote of the holders of a majority of the outstanding shares of the Corporation at the annual meeting or a special meeting of shareholders called for such purpose.

IN WITNESS WHEREOF, I, the undersigned Incorporator, hereby set my hand and seal this 5th day of February, 2004, 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.

Cathi C. Wilkinson
CATHI C. WILKINSON
Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned submits the following Certificate to designate the registered office and registered agent of the Corporation in the State of Florida.

1. The name of the corporation is: CHOICE UNDERWRITERS, INC.
2. The name and address of the registered agent and office of the Corporation are:

Ben H. Wilkinson
215 South Monroe St., Suite 200
Tallahassee, FL 32301

SIGNATURE _____

TITLE: Organizer

DATE: February 5, 2004

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE 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 _____

BEN H. WILKINSON

DATE: February 5, 2004

REGISTERED AGENT FILING FEE:

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STATE
TALLAHASSEE, FLORIDA

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