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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP☐ WAIT☐ MAIL

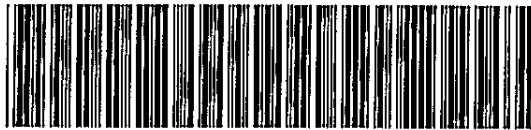
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FILED

04 JUL 23 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~7-20-04~~ 7-20-04

May 12, 2004

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

SUBJECT: Willis Insurance Group, Inc.

Ladies and Gentlemen:

Enclosed is an original and one copy of the Articles of Incorporation for the above corporation along with a check in the amount of \$78.75 for the Filing Fee and Certificate of Status to incorporate the above-named corporation

FROM: Clarence H. Willis *III*
ADDRESS: 20970-2 Via Jasmine
Boca Raton, Florida 33428
DAYTIME PHONE NUMBER: (561) 451-4869

If you have any questions concerning this incorporation, please do not hesitate to contact me.

Sincerely,

A handwritten signature in cursive script, reading "Clarence H. Willis, III". The signature is written in dark ink and is positioned above the typed name.

Clarence Willis, *III*

enclosures

ARTICLES OF INCORPORATION
OF
WILLIS INSURANCE GROUP, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I -- NAME

The name of this corporation is Willis Insurance Group, Inc.

ARTICLE II -- PRINCIPAL OFFICE

The principal office and mailing address of this corporation are:

20970-2 Via Jasmine
Boca Raton, Florida 33428

ARTICLE III -- PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV -- SHARES

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1,000) shares of common stock, all of which are to have a par value of One Dollar (\$1.00).

ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

20970-2 Via Jasmine
Boca Raton, Florida 33428

And the name of the initial registered agent of this corporation is:

NAME

Clarence H. Willis III

ADDRESS

20970-2 Via Jasmine
Boca Raton, Florida 33428

ARTICLE VI -- COMMENCEMENT

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State of Florida.

ARTICLE VII -- INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of two (2) persons. The number of directors may be either increased or decreased from the time as provided for in the By-laws of the corporation, but shall never be fewer than one. The name and address of the initial directors of this corporation are:

NAME

Clarence H. Willis *III*

ADDRESS

20970-2 Via Jasmine
Boca Raton, Florida 33428

Miryam Willis

20970-2 Via Jasmine
Boca Raton, Florida 33428

ARTICLE VIII -- INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator are:

NAME

Clarence H. Willis *III*

ADDRESS

20970-2 Via Jasmine
Boca Raton, Florida 33428

ARTICLE IX -- BY-LAWS

The power to alter, amend or repeal the By-laws of this corporation shall be vested in each of the Board of Directors and the shareholders of this corporation. The shareholders of this corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.


ARTICLE X -- IDEMNIFICATION

The corporation shall indemnify any officer, director or incorporator, or any former officer, director or incorporator, of this corporation to the fullest extent permitted by law.

ARTICLE XI -- AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

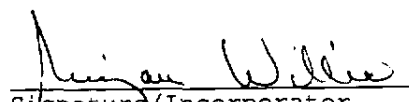
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as incorporator thereof and in acceptance of his appointment as registered agent therein as of the ____ day of May, 2004.


Clarence Willis, Incorporator and
Registered Agent

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment of registered agent and agree to act in this capacity.


Signature/Registered Agent

05-31-2004
Date


Signature/Incorporator

Date 6/3/2004 ✓

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04 JUL 23 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA