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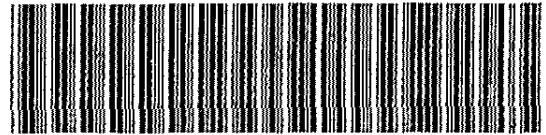
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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[Handwritten signature]
1/24/05

TRANSMITTAL LETTER

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

SUBJECT: C & C Insurance II, 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:

MICHAEL A. CLEIN
Name (Printed or typed)

12333 NW 18 Street, Suite 1
Address

Pembroke Pines, FL 33026
City, State & Zip

954 431 2008
Daytime Telephone number

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

ARTICLES OF INCORPORATION

OF

C & C INSURANCE II, INC.

ARTICLE I

NAME

The name of the corporation shall be C & C Insurance II , Inc.

ARTICLE II

NATURE OF BUSINESS

The purpose for which this corporation is organized is to:

- a) To engage in any business the corporation deems appropriate.
- b) To manufacture, purchase or otherwise acquire, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, and to invest, trade, deal in and with, goods, wares, merchandise and real and personal property (tangible and intangible) of every class, kind and description.
- c) To contract debts and borrow money, to issue and sell or pledge bonds, debentures, notes or other evidences of indebtedness as required.
- d) To purchase the corporate assets of any other corporation and engage in the same or other character of business.
- e) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of shares of the capital stock, or any bonds, securities, or other evidences of indebtedness created or issued by any other person, firm, association or corporation, or by any state

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or government, foreign or domestic, and while owner thereof, to exercise all the rights, powers and privileges of ownership, including the right to vote stock.

f) To enter into, make and perform contracts of every kind with any person, firm, association or corporation, municipality, political body, country, territory, state, government or colony or dependency or agency thereof.

g) To purchase, hold, and reissue any of the shares of its capital stock.

h) In general, to do each and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects of the furtherance of any of the powers herein above set forth, either alone or in association with other corporations, firms, or individuals, and to carry on any business, and to have all powers in connection therewith, not forbidden by the laws of the State of Florida, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes of any part or parts thereof.

i) To have and exercise all powers granted to corporations and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida or any amendments thereof.

ARTICLE III

CAPITAL STOCK

The corporation is authorized to issue only one (1) class of shares to be designated common stock. The total number of shares of stock which the corporation shall have the authority to issue is ONE THOUSAND (1,000) SHARES. The shares will have no par value. All the shares shall be voting shares and holders of issued shares are entitled to one (1) vote per share.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation will commence business is not less than ONE HUNDRED (\$100.00) DOLLARS.

ARTICLE V

INITIAL OFFICERS AND DIRECTORS

The initial officers and directors of this corporation shall be as follows:

President & Director	Michael Clein, 4002 Pinewood Lane, Weston, Fl 33331
Vice-President & Director	Jennifer J. Rider, 21541 Windham Run, Estero, Fl. 33928
Secretary & Director	Steven Clein, 12333 NW 18th St., Pembroke Pines, Fl. 33026
Director	Victoria Rider, 1408 Winkler Avenue, Ft. Myers, Fl. 33901
Director	Joseph J. Rider, 1408 Winkler Avenue, Ft. Myers, Fl. 33901

ARTICLE VI

PREEMPTIVE RIGHTS

Holders of issued shares, upon the sale for cash of any newly issued stock of the same kind, class or series as that which he already holds, shall have the right to purchase their pro rata share (as nearly as may be done without the issuance of fractional shares) at the price at which it may be offered to others.

ARTICLE VII

INCORPORATORS

The name and address of the incorporator of this corporation is: Michael Clein, 12333 NW 18th Street, Suite 1, Pembroke Pines, Florida 33026.

ARTICLE VIII

REGISTERED AGENT/OFFICE

The address of the corporation's registered office is: 12333 NW 18th Street, Suite 1, Pembroke Pines, Florida 33026.

The name of the corporation's initial Registered Agent at such address is Michael Clein.

The initial principal office of the corporation shall be: 12333 NW 18th Street, Suite 1, Pembroke Pines, Florida 33026.

ARTICLE IX

DURATION

This corporation shall exist perpetually.

ARTICLE X

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by the same to the stockholders and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI

INDEMNIFICATION

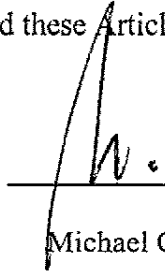
The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law, for acts or omissions in connection with action on behalf of the corporation, unless they reflect criminal intent or gross negligence.

ARTICLE XII

CONFLICT OF INTEREST

Any contract or other transaction between the corporation and any one or more of its directors, or between the corporation and any firm of which one or more of its directors or members are employees, or in which they are interested, or between the corporation and any corporation or association of which one or more of its directors are shareholders, members, directors, officers or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of the director or directors at the meeting of the Board of Directors of the corporation that acts upon, or in reference to, the contract or transaction, notwithstanding his/her participation in this action, if the fact of such interest is disclosed or known to the Board of Directors or a committee thereof which authorizes or ratifies the contract or transaction. Common or interested directors may be counted in determining whether a quorum is present and shall be entitled to vote on such authorization or ratification.

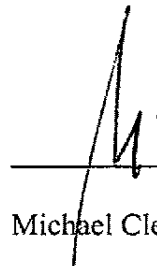
IN WITNESS WHEREOF, I have executed these Articles of Incorporation in duplicate on this 14 day of January, 2005.



Michael Clein, Incorporator

REGISTERED AGENT

Having been named to accept service of process for the above named corporation, at a place designated in this document, I am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Michael Klein, Registered Agent

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