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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**FLORIDA PROFIT CORPORATION OR P.A.**

**premier properties insurance agency, inc.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
PREMIER PROPERTIES INSURANCE AGENCY, INC.

For the purpose of forming a corporation under CH.604 Florida General Corporation Act, it is respectfully requested of the Secretary of State the approval of such incorporation under the following Articles.

ARTICLE I

The name of this corporation shall be PREMIER PROPERTIES INSURANCE AGENCY, INC. and its principal place of business shall be in 200 NW 15<sup>th</sup> Street, Pompano Beach, FL 33060 with the right to move said principal place of business and establish other places of business within or without the State of Florida as the Board of Directors may from time to time deem proper.

ARTICLE II

The specific purpose of this corporation is to engage in the property insurance industry in the State of Florida, notwithstanding, any activity or business with any or all powers for any or all purposes determined convenient or necessary by the Board of Directors as permitted under the laws of the United States and the State of Florida as may be restricted under these Articles and its by-laws.

ARTICLE III

The total authorized capital stock of this corporation shall be one thousand (1000) shares of Common Stock with \$1 par value. All of such stock shall be issued fully paid and non assessable at and for such consideration, whether the same cash, services fixed rendered, or otherwise and upon such terms and conditions as may be fixed by the Board of Directors of this corporation.

ARTICLE IV

The amount of capital with which this corporation shall begin shall be not less than one thousand dollars (1000.00)

ARTICLE V

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least fifty-one percent (51%) of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the Corporate property and assets shall, after payment of all debts of the Corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

Annette Cassells  
4801 S. University Drive #118  
Pt. Lauderdale, FL 33328  
954-252-1065

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#### ARTICLES VI

The number of directors of said corporations shall be provided in the by-laws but in no event shall the number be less than (1) nor more than (5).

#### ARTICLES VII

The names and post office addresses of the first Board of Directors who shall hold office for the first year of the existence of the corporation, or until their successors have been elected and qualified, unless otherwise stated by the By-laws, is:

Rodney W. Brown - President & Treasurer  
200 NW 15<sup>th</sup> Street  
Pompano Beach, FL 33060

Antwanette M. Wiggins - Vice President & Secretary  
200 NW 15<sup>th</sup> Street  
Pompano Beach, FL 33060

#### ARTICLES VIII

The registered address of the principle office of the corporation shall be:

200 NW 15<sup>th</sup> Street  
Pompano Beach, FL 33060

#### ARTICLES IX

In furtherance and not in limitation of powers conferred upon the Board of Directors are expressly authorized, and cause to be executed, mortgages and liens upon the real and personal property of the corporation for the purposes of furniture security for its indebtedness or for any other purpose. The Directors, if the By-laws so provide, may hold their meetings in or without the State of Florida. The corporation may in its By-laws, confer powers additional to the power and authority expressly conferred upon them by statute to the Directors

#### ARTICLES X

Amendments and revisions, including alterations of any provisions, of these Articles, and the By-laws, shall be by the shareholders or by the majority vote of the shareholders voting, in the manner now or hereafter prescribed by the statutes.

ARTICLES XI

Shares of capital stock of this corporation shall be vested in the following person and in the amount set opposite their name

<u>NAME</u>	<u>NUMBER OF SHARES</u>
Rodney W. Brown	550
Antwanette M. Wiggins	450

Shares held by initial shareholder listed above may not be resold or otherwise transferred to another person or corporation, unless approved by the president of this corporation. The price and terms of which, and the time within which such shares may be offered and sold shall be further specified by written agreement.

ARTICLES XII

Special meetings of shareholders may be called by Certified Mail, Return Receipt Requested, giving five (5) days written notice.

ARTICLES XIII

Fifty-one percent (51%) of the shares entitled to vote represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of fifty-one percent (51%) of the share represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholder.

ARTICLES XIV

RIGHT OF SHAREHOLDER TO DISSENT

The shareholders of this corporation have the right to dissent from any corporate actions that shareholders are entitled to dissent under the Florida General Corporation Act, even though on the date fixed to determine the shareholders entitled to vote on such corporate actions, the shares of this corporation were registered on a national securities exchange or held by not less than 1,000 shareholders.

ARTICLES XV

SHAREHOLDERS MEETING REQUIRED

Any action of the shareholders of this corporation must be taken at a meeting of the shareholders of this corporation, duly called as provided by law, except as provided for in Article XII.

ARTICLES XXII

NOTICE

Any notice required herein shall be by Certified Mail, Returned Receipt Requested, or hand delivered to the stockholders at the following address:

200 NW 15<sup>th</sup> Street  
Pompano Beach, FL 33060

ARTICLES XXIII

The name and address of the subscriber to these articles is:

Rodney W. Brown  
200 NW 15<sup>th</sup> Street  
Pompano Beach, FL 33060


ARTICLES XXIV

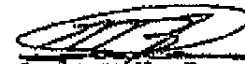
The name and address of the resident agent of this corporation is:

Rodney W. Brown  
200 NW 15<sup>th</sup> Street  
Pompano Beach, FL 33060

ARTICLES XXV

I, Rodney W. Brown, subscriber to these Articles, hereby am familiar with and accept the duties and responsibilities as registered agent of PREMIER PROPERTIES INSURANCE AGENCY, INC. hereunto set my hand to seal this 17 day of March 2005.

  
Rodney W. Brown  
Subscriber

  
Rodney W. Brown  
Incorporator/Registered Agent

STATE OF FLORIDA)  
S.S  
COUNTY OF Broward)

On this 17<sup>th</sup> day of March, 2005, before me, the undersigned, a notary public in and for said county in said state, personally appeared Rodney W. Brown, to me known to be the person named and executing the foregoing Articles of Incorporation, and acknowledge that same is his voluntary act and deed.

Personally known \_\_\_\_\_

Showed I.D. ✓

Type of I.D. Florida License  
B650-739-54-389-0

  
NOTARY PUBLIC STATE OF FLORIDA  
Print Name: Vivian King  
My commission expires: \_\_\_\_\_

 VM King  
My Commission ID: 174487  
Expires March 05, 2007

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