

P05000049664

Florida Department of State
Division of Corporations
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To:

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RE-SUBMIT

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Account Name : C T CORPORATION SYSTEM
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Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

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6-3-11

MERGER OR SHARE EXCHANGE
FIRST HOME INSURANCE COMPANY

Certificate of Status	0
Certified Copy	0
Page Count	09
Estimated Charge	\$70.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Brown 6-9-11



June 6, 2011

FLORIDA DEPARTMENT OF STATE
Division of Corporations

FIRST HOME INSURANCE COMPANY
2300 MAITLAND CTR PARKWAY
SUITE #116
MAITLAND, FL 32751

SUBJECT: FIRST HOME INSURANCE COMPANY
REF: P05000049664

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The articles of merger you submitted were prepared in compliance with section 607.1109, Florida Statutes. Articles of Merger between two or more domestic profit corporations are filed pursuant to section 607.1105, Florida Statutes.

On the Plan of Merger on number 5 it should read Articles of Incorporation and not Articles of Organization.

Please return 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) 245-6925.

Teresa Brown
Regulatory Specialist II

FAX Aud. #: H11000145009
Letter Number: 111A00013785

RECEIVED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P.O. BOX 6327 - Tallahassee, Florida 32314

EFFECTIVE DATE

6-3-11

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER

of

HOMEWISE INSURANCE COMPANY,
a Florida corporation

with and into

FIRST HOME INSURANCE COMPANY,
a Florida corporation

June 3, 2011

The undersigned corporations hereby execute and submit these Articles of Merger (these "Articles of Merger"), in accordance with the Florida Business Corporation Act, pursuant to Florida Statutes Section 607.1105:

FIRST: The name and jurisdiction of the surviving corporation is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
First Home Insurance Company	Florida	P05000049664

SECOND: The name and jurisdiction of the merging corporation is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
HomeWise Insurance Company	Florida	P05000158196

THIRD: The Plan of Merger is attached hereto as Exhibit A (the "Plan of Merger").

FOURTH: The merger shall become effective as of 11:59 p.m. on June 3, 2011.

FIFTH: The Plan of Merger was approved and adopted by the sole shareholder of the surviving corporation on June 2, 2011.

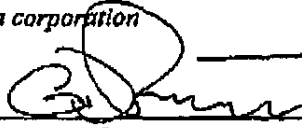
SIXTH: The Plan of Merger was approved and adopted by the sole shareholder of the merging corporation on June 2, 2011.

[SIGNATURES APPEAR ON FOLLOWING PAGE]

IN WITNESS WHEREOF, the parties have executed these Articles of Merger of HomeWise Insurance Company with and into First Home Insurance Company as of the date first set forth above.

SURVIVING CORPORATION:

FIRST HOME INSURANCE COMPANY,
a Florida corporation

By: 
Name: G. Douglas Patterson
Title: Vice President

MERGING CORPORATION:

HOMEWISE INSURANCE COMPANY,
a Florida corporation

By: _____
Name: _____
Title: _____

IN WITNESS WHEREOF, the parties have executed these Articles of Merger of HomeWise Insurance Company with and into First Home Insurance Company as of the date first set forth above.

SURVIVING CORPORATION:

FIRST HOME INSURANCE COMPANY,
a Florida corporation

By: _____
Name: _____
Title: _____

MERGING CORPORATION:

HOMEWISE INSURANCE COMPANY,
a Florida corporation

By: Dale S. Hammond
Name: Dale S. Hammond
Title: President + CEO

PLAN OF MERGER
by and between
HomeWise Insurance Company.
and
First Home Insurance Company

This Plan of Merger ("Plan") is made and entered into as of June 2, 2011, by and between HomeWise Insurance Company ("HWIC") and First Home Insurance Company ("FHIC"), collectively the "Parties." The Parties having been advised to their respective satisfaction and desiring to merge under the laws of the State of Florida hereby adopt the following statements in furtherance of this merger:

1. HWIC is a business corporation organized under the laws of Florida pursuant to Chapter 607, Florida Statutes, having filed Articles of Organization with the Florida Department of State on or about November 30, 2005. The complete name and business address of HWIC are as follows:

HomeWise Insurance Company
18302 Highwoods Preserve Parkway
Suite 110
Tampa, FL 33647

2. FHIC is a business corporation organized under the laws of Florida pursuant to Chapter 607, Florida Statutes, having filed Articles of Incorporation with the Florida Department of State on or about April 4, 2005. The complete name and business address of FHIC are as follows:

First Home Insurance Company
2300 Maitland Ctr. Parkway
Suite 116
Maitland, FL 32751

3. HWIC shall be merged with and into FHIC. The separate existence of HWIC shall cease as of the Effective Date, and FHIC shall continue business operations as the surviving entity.

4. The merger shall take place and become effective on the Effective Date, subject to this Plan and the following terms and conditions:

- A. HomeWise Holdings, Inc. currently is, and at all times prior to the Effective Date shall remain, the sole shareholder of the only type or class of outstanding stock of HWIC. No other party has any ownership interest in HWIC, nor any right to acquire any ownership interest in HWIC.

B. First Home Financial Corporation currently is, and at all times prior to the Effective Date shall remain, the sole shareholder of the only type or class of outstanding stock of FHIC. No other party has any ownership interest in FHIC nor does any party have any right to acquire any ownership interest in FHIC.

C. As of the Effective Date, HomeWise Holdings, Inc. shall relinquish all of its rights and interests as the sole shareholder of HWIC and its shares shall be deemed canceled, without consideration therefore.

5. FHIC will, after the merger, be managed by the following officers and directors in accordance with its Articles of Incorporation and its Bylaws.

Directors

Dale S. Hammond
Thomas A. Lee
Thomas McDaniel
W. Michael Lefler
Timothy L. Journey

Officers

Dale S. Hammond	President and Chief Executive Officer
Timothy L. Journey	Executive Vice President, Treasurer and Chief Financial Officer
Diane E. Falcone	Secretary and General Counsel
Timothy A. Paddock	Senior Vice President – Personal Operations and Chief Actuary
W. Michael Lefler	Senior Vice President – Commercial Operations

6. The merger shall become effective at 11:59:00 p.m. on June 3, 2011 (the "Effective Date").

7. The Parties may amend this Plan only by their mutual execution of a signed writing to be attached hereto and designated as an Exhibit to this Plan. However, in no event may the Parties amend this Plan in a manner that would materially and adversely affect the stockholders of FH

[This space intentionally left blank]

IN WITNESS WHEREOF, the parties have executed this Plan of Merger as of the date first set forth above.

SURVIVING CORPORATION:

FIRST HOME INSURANCE COMPANY,
a Florida corporation

By: 
Name: C. Douglas Patterson
Title: Vice President

MERGING CORPORATION:

HOMEWISE INSURANCE COMPANY,
a Florida corporation

By: _____
Name: _____
Title: _____

IN WITNESS WHEREOF, the parties have executed this Plan of Merger as of the date first set forth above.

SURVIVING CORPORATION:

FIRST HOME INSURANCE COMPANY,
a Florida corporation

By: _____
Name: _____
Title: _____

MERGING CORPORATION:

HOMEWISE INSURANCE COMPANY,
a Florida corporation

By: Dale S. Hammond
Name: Dale S. Hammond
Title: President + CEO