

P05000145128

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

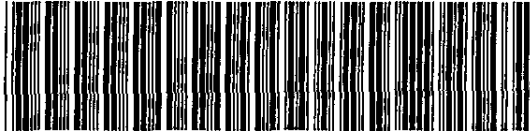
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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10/27/05--01002--019 **87.50

STATE
TALLAHASSEE FLORIDA
05 OCT 27 PM 12:15

RECEIVED
STATE
CORPORATION & REGISTRATIONS
TALLAHASSEE FLORIDA
05 OCT 27 AM 11:53

gf 10/27/05

COVER LETTER

2005 OCT 27 PM 12:15

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

DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

SUBJECT: Phoenix International Insurance Company
(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: Meredith Snowden
Name (Printed or typed)

P.O. Box 10095
Address

Tallahassee FL 32302
City, State & Zip

222-3533
Daytime Telephone number

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

SEP 22 2005

ARTICLES OF INCORPORATION
OF
PHOENIX INTERNATIONAL INSURANCE COMPANY

Docketed by: m ep

ARTICLE I. Name

The name of the corporation shall be PHOENIX INTERNATIONAL INSURANCE COMPANY.

ARTICLE II. Principal Office

The principal office and place of business of this corporation in the State of Florida shall be 7313 International Place, Suite 110, Sarasota, Sarasota County, FL, 34240.

ARTICLE III. Purpose

The corporation shall have the power and authority to transact property and casualty insurance as authorized under the laws of the State of Florida, as they now exist or may hereafter be amended, and to exercise any and all other lawful rights, powers, privileges and activities under the laws of the State of Florida or the United States.

ARTICLE IV. Capital Stock

The maximum number of shares of stock that this corporation is authorized to issue is 10 Million shares of common stock, having a par value of \$1.00 per share. The corporation's surplus to policyholders shall be not less than the amount required under Florida law.

ARTICLE V. Term Of Existence

The corporation shall exist perpetually.

ARTICLE VI. Initial Registered Office And Agent

The initial registered office of this corporation shall be 7313 International Place, Suite 110, Sarasota, Sarasota County, Florida, 34240, and the initial registered agent of this Corporation shall be The Chief Financial Officer of the State of Florida.

ALLAHASSEE FLORIDA
2005 OCT 27 PM 12:15

ARTICLE VII. Directors

The corporation shall never have less than five directors, the majority of whom shall be United States citizens, and all of whom are over the age of 18. The names and residence addresses of the directors, whose initial terms of office shall be for one year, are:

Wilbur L. Ross
328 El Vedado Road
Palm Beach, FL 33480

Randolph V. Araskog
320 El Vedado Road
Palm Beach, FL 33480

Raymond M. Neff
1111 Gulf Stream Ave, Ste. 15e
Sarasota, FL 34206

Joseph R. Peiso
5025 Marshfield Road
Sarasota, FL 34235

Michael J. Gibbons
7 Tideway Lane
East NorthPort, NY 11731

Stanley N. Gaines
1473 N. Ocean Blvd.
Palm Beach, FL 33480

ARTICLE VIII. Authority Of Directors

The Directors of the corporation shall have the power to cause the corporation from time to time, and at any time, to purchase, hold, sell, transfer, or otherwise deal with (A) shares of any class or series issued by it, (B) any security or other obligation of the corporation which may confer upon the holder thereof the right to convert the same into shares of any class or series authorized by the Articles of the corporation, and (C) any security or other obligation which may confer upon the holder thereof the right to purchase shares of any class or series authorized by the Articles of the corporation. The corporation shall have the right to repurchase, if and when any shareholder desires to sell, or on the happening of any event is required to sell, shares of any class or series issues by the corporation. The authority granted in this Article VIII of these Articles shall not limit the plenary authority of the Directors to purchase, hold, sell, transfer, or otherwise deal with shares of any class or series, securities, or other obligations issued by the corporation or authorized by its Articles. Directors may be removed only for cause.

ARTICLE IX. Incorporators

The names and residence street addresses of the incorporators, all of whom are over the age of 18 and United States citizens, are:

1. Wilbur L. Ross, 328 El Vedado Road, Palm Beach, FL 33480
3. Raymond M. Neff, 1111 Gulf Stream Ave, Ste. 15e, Sarasota, FL 34206
4. Joseph R. Peiso, 5025 Marshfield Road, Sarasota, FL 34235.
5. Michael J. Gibbons, 7 Tideway Lane, East NorthPort, NY 11731

2. Ramon Z. Safley, 804 N. Lakeshore Dr., Tallahassee, FL 32312

The Incorporators have set their hands this 26 day of October, 2005.

Wilbur L. Ross
Wilbur L. Ross

Joseph R. Peiso
Joseph R. Peiso

Michael J. Gibbons
Michael J. Gibbons

Raymond M. Neff
Raymond M. Neff
Ramon Z. Safley
Ramon Z. Safley

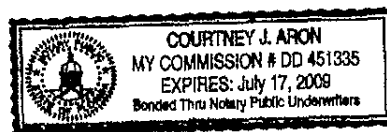
STATE OF FLORIDA)
) ss
COUNTY OF SARASOTA)

PERSONALLY APPEARED before me, Raymond M. Neff, who acknowledged executing the above Articles of Incorporation.

Courtney J. Aron
Notary Public

My commission expires: 7/17/2009

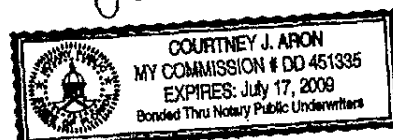
STATE OF FLORIDA)
) ss
COUNTY OF SARASOTA)



PERSONALLY APPEARED before me Joseph R. Peiso, who acknowledged executing the above Articles of Incorporation.

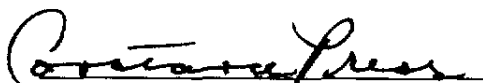
Courtney J. Aron
Notary Public

My commission expires: 7/17/2009



STATE OF ~~FLORIDA~~ NY)
) SS.
COUNTY OF QNS)

PERSONALLY APPEARED before me, Wilbur L. Ross, who
acknowledged executing the above Articles of Incorporation.



Notary Public

CONSTANCE PRESS
NOTARY PUBLIC, STATE OF NEW YORK
NO. 41-4821879
QUALIFIED IN QUEENS COUNTY
COMMISSION EXPIRES NOVEMBER 30, 2026

My commission expires:

STATE OF Florida)
)
COUNTY OF Leon)

PERSONALLY APPEARED before me, Ramon Z. Safley who
acknowledged executing the above Articles of Incorporation.


Notary Public



Marsha W. Long
MY COMMISSION # DD152031 EXPIRES
October 4, 2006
BONDED THRU TROY FAIN INSURANCE, INC.

My commission expires:

STATE OF FLORIDA)
)
COUNTY OF _____)

PERSONALLY APPEARED before me, _____, who
acknowledged executing the above Articles of Incorporation.

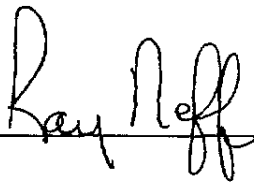
Notary Public

My commission expires:

FILED
2005 OCT 27 PM 12:15
TALLAHASSEE FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process from the Insurance Commissioner of the State of Florida for Phoenix international Insurance Company at the place designated in the Articles of Incorporation, Raymond M. Neff agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.



Date: 9-27-2005