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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

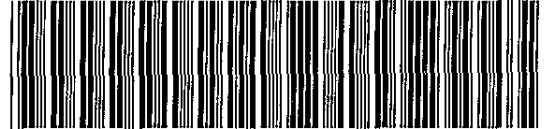
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

06 FEB -2 PM 2:07

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REGISTRAR  
TALLAHASSEE FLORIDA

06 FEB -2 AM 9:02

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C.F. 2-3

# BLANK, MEENAN & DUNPHY, P.A.

ATTORNEYS AT LAW

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TALLAHASSEE, FLORIDA 32301  
(850) 681-6710

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FT. WALTON BEACH, FLORIDA 32549  
(850) 508-5838

*Mailing Address:*

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TALLAHASSEE, FLORIDA 32302-3068  
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(850) 681-1003

E-Mail: [postmaster@blanklaw.com](mailto:postmaster@blanklaw.com)

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SANDRA L. SCHOONOVER  
KELLIE D. SCOTT\*\*\*\*  
Q. TOD STUPSKI\*\*\*\*\*  
MIRIAM O. VICTORIAN\*\*\*\*\*

SHIRLEY KERNS^  
INSURANCE REGULATORY CONSULTANT

WANDA CARTER, JD^  
LEGAL ASSISTANT

\*Florida Bar Certified in Health Law  
\*\*Member of the Florida and District of Columbia Bars  
\*\*\*Florida Bar Certified in City, County and Local Government Law  
\*\*\*\*Member of Florida and Georgia Bars  
\*\*\*\*\*Certified Civil Mediator  
\*\*\*\*\*Member of Florida and Texas Bars  
^Not a Member of the Florida Bar & Not an Attorney

February 2, 2006

Florida Department of State  
Division of Corporations  
2661 Executive Center Circle, West  
Tallahassee, Florida 32301

*Via Hand Delivery*

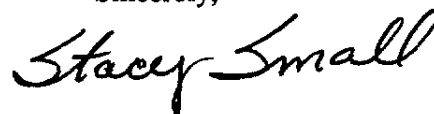
Re: Premier Indemnity Insurance Company

Dear Sir or Madam:

Enclosed are Articles of Incorporation of Premier Indemnity Insurance Company as approved by the Department of Financial Services, Office of Insurance Regulation. Please provide our office with a certified copy. Enclosed is our check in the amount of \$78.75 to cover the applicable filing fee and certified copy charge.

If you have any questions or require additional information, please give me a call. Your assistance is appreciated.

Sincerely,



Stacy Small  
Paralegal

Enclosures

**APPROVED**

**ARTICLES OF INCORPORATION**

JAN 10 2006

OF

Docketed by: M48

**PREMIER INDEMNITY INSURANCE COMPANY**

The undersigned incorporator(s), all of whom are United States citizens, natural persons over the age of eighteen (18) years, and competent to contract, hereby form a stock insurance company under the laws of the State of Florida.

**Article I**

Name. The name of this Corporation is **PREMIER INDEMNITY INSURANCE COMPANY.**

**Article II**

Principal Office. The principal place of business shall be in Pinellas County, City of Clearwater, Florida and mailing address of this corporation shall be: 2655 Ulmerton Road, #342, Clearwater, Florida 33762. The Corporation may establish and maintain the principal place of business at such other place within the State of Florida as may be determined by the Board of Directors from time to time.

**Article III**

Duration. The period of this Corporation shall be perpetual.

**Article IV**

Purpose. The purpose of this Corporation is to engage in any activities or businesses permitted under the laws of the United States, under the Florida General Corporation Act, and to engage in every aspect of property and casualty insurance and reinsurance as permitted under Florida Insurance law and conducting such other business as may be permitted for such an insurance company under applicable law, and the acquisition of life insurance bonds, debentures, commodities, leaseholds, options, puts and calls, easements, mortgages, properties, notes, mutual funds, investments trusts, common trust funds, voting trust certificates, and any class of stock or right to subscribe for stock, including trading on margin.

**Article V**

Capital Stock. This Corporation is authorized to issue 100 million shares of One Dollar (\$1.00) par value common stock. All shareholders shall have preemptive rights in future stock sales by the Corporation. The Corporation shall not begin transacting insurance until it achieves capital and surplus of not less than Five Million Dollars (\$5,000,000.00), or as otherwise required by Florida law.

FILED  
05 FEB -2 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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05 FEB -2 PM 2:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



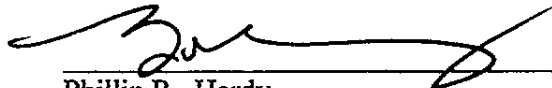


3. The contract or transaction is fair and reasonable as to the corporation.

**Article XI**

Indemnification. The Corporation shall indemnify its directors, officers, and agents against liabilities arising out of their respective services and duties to the Corporation. Indemnification will be made for costs and expenses, including attorney fees, judgments, and settlement payments.

The Incorporators have hereunto set their and signature this 19 day of Jan, 200~~7~~<sup>6</sup>.

  
\_\_\_\_\_  
Phillip R. Hardy

\_\_\_\_\_  
Stephen Rohde

\_\_\_\_\_  
Richard V. Atkinson

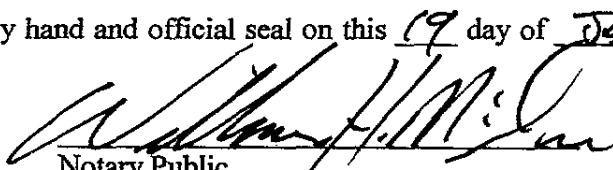
\_\_\_\_\_  
William N. Majerus

\_\_\_\_\_  
Joseph J. Pingatore

STATE OF ALABAMA  
COUNTY OF MOBILE

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, Phillip R. Hardy, personally know to me to be the person who executed the foregoing instrument and acknowledged before me that he or she executed the same freely and voluntarily for the uses and purposes therein set forth. Or who has produced a driver's license# \_\_\_\_\_ from the state of \_\_\_\_\_ as identification.

200~~7~~<sup>6</sup> IN WITNESS WHEREOF, I have set my hand and official seal on this 19 day of Jan

  
Notary Public  
My Commission Expires: \_\_\_\_\_

NOTARY PUBLIC STATE OF ALABAMA AT LAW  
MY COMMISSION EXPIRES: Mar 25,  
BONDED THRU NOTARY PUBLIC UNDERWRITERS

3. The contract or transaction is fair and reasonable as to the corporation.

**Article XI**

Indemnification. The Corporation shall indemnify its directors, officers, and agents against liabilities arising out of their respective services and duties to the Corporation. Indemnification will be made for costs and expenses, including attorney fees, judgments, and settlement payments.

The Incorporators have hereunto set their and signature this 17 day of Jan, 200~~7~~<sup>6</sup>.

\_\_\_\_\_  
Phillip R. Hardy

Steph R Rohde  
\_\_\_\_\_  
Stephen Rohde

\_\_\_\_\_  
Richard V. Atkinson

\_\_\_\_\_  
William N. Majerus

\_\_\_\_\_  
Joseph J. Pingatore

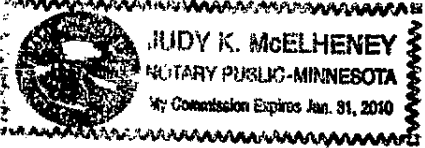


STATE OF MINNESOTA

COUNTY OF Hennepin

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, Stephen Rohde, personally know to me to be the person who executed the foregoing instrument and acknowledged before me that he or she executed the same freely and voluntarily for the uses and purposes therein set forth. Or who has produced a driver's license# \_\_\_\_\_ as identification from the state of \_\_\_\_\_.

200<sup>6</sup> IN WITNESS WHEREOF, I have set my hand and official seal on this 17<sup>th</sup> day of January



Judy K. McElheney  
Notary Public  
My Commission Expires: 1/31/2010

3. The contract or transaction is fair and reasonable as to the corporation.

**Article XI**

Indemnification. The Corporation shall indemnify its directors, officers, and agents against liabilities arising out of their respective services and duties to the Corporation. Indemnification will be made for costs and expenses, including attorney fees, judgments, and settlement payments.

The Incorporators have hereunto set their and signature this 20<sup>th</sup> day of January, 2006.

\_\_\_\_\_  
Phillip R. Hardy

\_\_\_\_\_  
Stephen Rohde

Richard V Atkinson  
\_\_\_\_\_  
Richard V. Atkinson

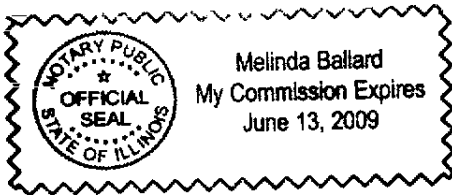
\_\_\_\_\_  
William N. Majerus

\_\_\_\_\_  
Joseph J. Pingatore

STATE OF ILLINOIS  
COUNTY OF \_\_\_\_\_

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, Richard V. Atkinson, personally know to me to be the person who executed the foregoing instrument and acknowledged before me that he or she executed the same freely and voluntarily for the uses and purposes therein set forth. Or who has produced a driver's license# \_\_\_\_\_ as identification from the state of \_\_\_\_\_.

6 IN WITNESS WHEREOF, I have set my hand and official seal on this 20 day of Jan.,  
2008.



Melinda Ballard  
Notary Public  
My Commission Expires: 6-13-09

3. The contract or transaction is fair and reasonable as to the corporation.

**Article XI**

Indemnification. The Corporation shall indemnify its directors, officers, and agents against liabilities arising out of their respective services and duties to the Corporation. Indemnification will be made for costs and expenses, including attorney fees, judgments, and settlement payments.

The Incorporators have hereunto set their and signature this 17 day of Jan., 200~~7~~<sup>6</sup>.

\_\_\_\_\_  
Phillip R. Hardy

\_\_\_\_\_  
Stephen Rohde

\_\_\_\_\_  
Richard V. Atkinson

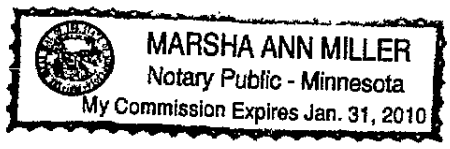
Wm Majerus  
\_\_\_\_\_  
William N. Majerus

\_\_\_\_\_  
Joseph J. Pingatore

STATE OF MINNESOTA  
COUNTY OF Ramsey

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, William N. Majerus, personally know to me to be the person who executed the foregoing instrument and acknowledged before me that he or she executed the same freely and voluntarily for the uses and purposes therein set forth. Or who has produced a driver's license# M-262-887-630-133 as identification from the state of Minnesota.

<sup>6</sup> IN WITNESS WHEREOF, I have set my hand and official seal on this 17th day of January 2007.



Marsha Ann Miller  
Notary Public  
My Commission Expires: 1/31/2010

3. The contract or transaction is fair and reasonable as to the corporation.

**Article XI**

Indemnification. The Corporation shall indemnify its directors, officers, and agents against liabilities arising out of their respective services and duties to the Corporation. Indemnification will be made for costs and expenses, including attorney fees, judgments, and settlement payments.

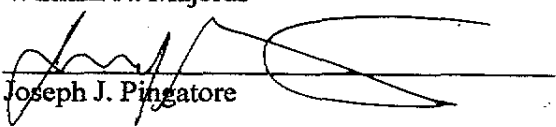
The Incorporators have hereunto set their and signature this 17 day of Jan, 2006.

\_\_\_\_\_  
Phillip R. Hardy

\_\_\_\_\_  
Stephen Rohde

\_\_\_\_\_  
Richard V. Atkinson

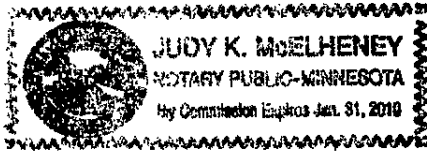
\_\_\_\_\_  
William N. Majerus

  
\_\_\_\_\_  
Joseph J. Pingatore

STATE OF MINNESOTA  
COUNTY OF Hennepin

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, Joseph J. Pingatore, personally know to me to be the person who executed the foregoing instrument and acknowledged before me that he or she executed the same freely and voluntarily for the uses and purposes therein set forth. Or who has produced a driver's license# \_\_\_\_\_ as identification from the state of \_\_\_\_\_.

<sup>6</sup>  
2007. IN WITNESS WHEREOF, I have set my hand and official seal on this 17th day of January



Judy K. Moelhenny  
Notary Public  
My Commission Expires: 1/31/2010