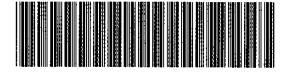
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### MOYLE, FLANIGAN, KATZ, RAYMOND, WHITE & KRASKER, P.A.

ATTORNEYS AT LAW

Office Delivery: 625 North Flagler Drive - 9<sup>th</sup> Floor West Palm Beach, Florida 33401-4025

Post Office Delivery: P.O. Box 3888 West Palm Beach, Florida 33402-3888

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Paul A. Krasker

Direct Line: (561) 822-0330 E-mail: pkrasker@moylelaw.com Tallahassee Office (850) 681-3828 Wellington Office (561) 227-1560

July 17, 2006

Florida Department of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

Re: Incorporation of Evergreen Insurance Agency, Inc.

Dear Sir/Madam:

Enclosed herewith please find an original and one copy of the Articles of Incorporation for Evergreen Insurance Agency, Inc. along with this law firm's check in the amount of \$70.00 to cover your costs associated with filing the same. Please file the enclosed as soon as possible.

Should you have any questions, please do not hesitate to call.

Sincerely, Wate

Kymberly Waite

Legal Assistant to Paul Krasker

/kdw

**Enclosures** 

FILED

#### ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

#### **EVERGREEN INSURANCE AGENCY, INC.**

The undersigned hereby establishes the following for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

#### ARTICLE I Name of Corporation

The name of this Corporation shall be EVERGREEN INSURANCE AGENCY, INC. (the "Corporation").

## ARTICLE II Mailing Address and Principal Place of Business

The mailing address and principal place of business of the Corporation is 9531 Spanish Moss Road W, Lake Worth, Florida 33467.

## ARTICLE III Purpose

This Corporation is organized for the following purposes:

- (a) To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the Corporation is organized and any and all acts amendatory thereof and supplemental thereto.
  - (b) For the purpose of transacting any or all lawful business.

(c) To do any and everything pertinent to the above.

#### ARTICLE IV Capital Stock

This Corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$1.00) par value common stock.

## ARTICLE V Preemptive Rights

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VI Corporate Duration

This Corporation shall have perpetual duration unless sooner dissolved by law.

## ARTICLE VII Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 625 N. Flagler Drive, 9<sup>th</sup> Floor, West Palm Beach, Florida 33401, and the name of the initial registered agent of this Corporation at that address is Paul A. Krasker, Esquire.

## ARTICLE VIII Initial Board of Directors

This Corporation shall have three (3) directors initially. The number of directors may be increased from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial directors of this Corporation are as follows:

Irene C. Gauden President/Director	625 N. Flagler Drive, 9" Floor West Palm Beach, FL 33401	
Jennifer L. McDeavitt VP/Director	625 N. Flagler Drive, 9 <sup>th</sup> Floor West Palm Beach, FL 33401	
lda K. Li	625 N. Flagler Drive, 9 <sup>th</sup> Floor	

ARTICLE IX
By-Laws

West Palm Beach, FL 33401

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

## ARTICLE X Indemnification

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

## ARTICLE XI Incorporator

The name and address of the person signing these Articles is as follows: Paul Krasker, 625 N. Flagler Drive, 9<sup>th</sup> Floor, West Palm Beach, FL 33401.

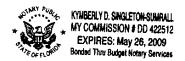
Secretary/Director

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 17th day of July, 2006.

Paul A. Krasker

STATE OF FLORIDA )
COUNTY OF PALM BEACH )

The foregoing instrument was acknowledged before me this 17<sup>th</sup> day of July, 2006, by Paul A. Krasker, as Incorporator of EVERGREEN INSURANCE AGENCY, INC., on behalf of the Corporation, and he is personally known to me or has produced as identification and did take an oath.



(NOTARY STAMP)

Notary Name: Kymberly D. Singleton Notary Public

Serial (Commission) Number

(if any)

I hereby accept appointment as Registered Agent of EVERGREEN INSURANCE AGENCY, INC. as provided in Article VII, hereof.

Paul A. Krasker