

JAN. 16 2008 4PM CENTRAL CONNECT NO. 393 P. Page 1 of 1  
**POB00000603**

Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 617-6381

From:

Account Name : YOUR CAPITAL CONNECTION, INC.  
Account Number : 120000000257  
Phone : (850) 224-8870  
Fax Number : (850) 224-7047

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08 JAN 16 AM 10:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**CGS INSURANCE SERVICES, INC.**

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ARTICLES OF INCORPORATION  
CGS INSURANCE SERVICES, INC.

08 JAN 16 AM 10:26

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I  
NAME

The name of this Corporation is CGS INSURANCE SERVICES, INC.

ARTICLE II  
DURATION

This Corporation shall have perpetual existence unless dissolved according to law.

ARTICLE III  
BUSINESS

This Corporation is organized to develop opportunities which would benefit the shareholders and to do every other act or thing incidental or pertinent to or growing out of or connected with the aforesaid purpose and in addition, to engage in any other business or businesses permitted under the laws of the United States and Florida.

ARTICLE IV  
CAPITAL STOCK

The maximum number of shares of stock authorized to be issued by this Corporation is 6500 shares of capital stock at \$.01 par value, all of which shall have the same rights and privileges. Each share of capital stock shall entitle the holder thereof to one (1) vote at any stockholder meeting and otherwise to participate in all such meetings and the assets of the Corporation. The stock shall be issued for such consideration as may be determined by the Board of Directors, which shall have a value at least equal to the full par value of said shares. The stock may be paid for in lawful money of the United States of America, or in property, labor or services.

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CGS Insurance Services, Inc.



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ARTICLE V  
PRE-EMPTIVE RIGHTS

The stockholders of this Corporation shall be entitled to purchase ratably according to their respective holdings, any shares of the Corporation hereinafter issued or any securities exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares, but in either case only as such prices and during such period or periods and upon such terms and conditions as may be determined from time to time by the Board of Directors.

ARTICLE VI  
INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal office of this corporation is:

200 N. Pierce Street - 4<sup>th</sup> Floor  
Tampa, Florida 33602

The name and address of the Registered Agent of this Corporation is:

David C. Bearden  
200 N. Pierce Street - 4<sup>th</sup> Floor  
Tampa, Florida 33602

The corporation shall have the privilege of establishing such other branch offices in any other location or any other city or town, in this state or any other State or Country, as may be approved by its Board of Directors.

ARTICLE VII  
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of this Corporation are:



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<u>NAME</u>	<u>ADDRESS</u>
David C. Bearden	200 N. Pierce Street - 4 <sup>th</sup> Floor Tampa, Florida 33602

ARTICLE VIII  
INDEMNIFICATION

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

ARTICLE IX  
AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X  
INCORPORATORS

The name and address of the person(s) signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
David C. Bearden	200 N. Pierce Street - 4 <sup>th</sup> Floor Tampa, Florida 33602

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IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 16 day of January 2008.

  
\_\_\_\_\_  
DAVID C. BEARDEN

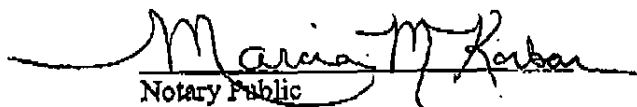
STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, David C. Bearden who did take an oath personally appeared known to me to be the person who executed the foregoing Articles of CGS Insurance Services, Inc. and who acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in Hillsborough County, Florida, this 16<sup>th</sup> day of January, 2008.



MARCIA M. KERBAR  
MY COMMISSION # DD 379837  
EXPIRES: April 15, 2009  
Bonded Thru Budgetary Services

  
\_\_\_\_\_  
Notary Public

Marcia M Kerbar  
\_\_\_\_\_  
Printed Name

My Commission expires:

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CGS Insurance Services, Inc.



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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

08 JAN 16 AM 10:26

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

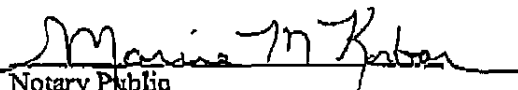
I HEREBY ACCEPT the designation of Registered Agent to accept service of process for  
CGS Insurance Services, Inc.

  
\_\_\_\_\_  
DAVID C. BEARDEN

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above personally appeared, David C. Bearden, known to me to be the person who executed the foregoing Acceptance of Designation as Registered Agent, and he acknowledged before me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in HILLSBOROUGH County, Florida this 16<sup>th</sup> day of January, 2008.

  
\_\_\_\_\_  
Notary Public



Marcia M. Korbar  
\_\_\_\_\_  
Printed Name

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CGS Insurance Services, Inc.