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SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED

08 JUL 29 AM 10:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7/30

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www.penningtonlaw.com

Angela M. Fausett
Administrative Assistant
Legislative/Legal

(850) 222-3533
angie@penningtonlaw.com

July 29, 2008

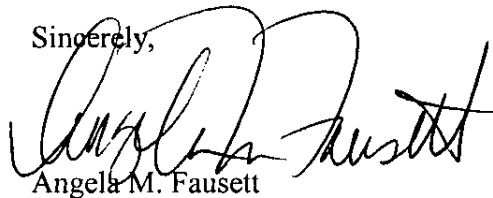
Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Articles of Incorporation for: Grand Property & Casualty Insurance Holdings, Inc.

To Whom It May Concern,

Enclosed are the Articles of Incorporation for Grand Property & Casualty Insurance Holdings, Inc. along with the required Cover Letter and check in the amount of \$70.00 for the filing fee. Please call my office (850) 222-3533 as soon as these documents are filed so I can send a runner to pick up a date stamped copy. Thank you very much.

Sincerely,



Angela M. Fausett

Enclosures

COVER LETTER

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

SUBJECT: Grand Property & Casualty Insurance Holdings, Inc.
(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 ☐ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED	

FROM: Angie Fausett, Pennington Law
Name (Printed or typed)

P.O. Box 10095
Address

Tallahassee, FL 32302
City, State & Zip

(*) 222-3533 please call
Daytime Telephone number
Angie when ready

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

ARTICLES OF INCORPORATION
OF
GRAND PROPERTY & CASUALTY INSURANCE HOLDINGS, INC.

The undersigned incorporator, for the purpose of forming a corporation under Chapter 607, *Florida Statutes*, hereby adopts the following Articles of Incorporation.

ARTICLE I:

NAME

The name of the Corporation shall be GRAND PROPERTY & CASUALTY INSURANCE HOLDINGS, INC.

ARTICLE II:

PRINCIPAL OFFICES

The principal offices of the Corporation shall be: 807 Brazos Street, Suite 714, Austin, Texas, 78701.

ARTICLE III:

PURPOSE

The purpose for which the Corporation is formed is to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV:

DURATION

The duration of the Corporation shall be perpetual.

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CLERK OF DISTRICT COURT
HARRIS COUNTY TEXAS

ARTICLE V:

AUTHORIZED SHARES

The number of shares of common stock that this Corporation is authorized to have outstanding at any one time is 10,000 shares, with a par value of \$1.00.

ARTICLE VI:

REGISTERED AGENT

The initial registered agent is: Shirley F. Kerns, and the address of the Corporation's initial registered office is 215 S. Monroe Street, 2nd Floor, Tallahassee, Florida 32301.

ARTICLE VII:

BOARD OF DIRECTORS

The Corporation shall have one initial director, who is a United States citizen over the age of eighteen (18) years. The following individual shall serve, for a term of not more than one year, as the initial director of the Corporation:

<u>Name</u>	<u>Address</u>
1. Christopher A. McClellan	716 Congress Avenue, Suite 201 Austin, Texas 78701

**ARTICLE VIII:
INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Christopher A. McClellan	716 Congress Avenue, Suite 201 Austin, Texas 78701

ARTICLE IX:

BY-LAWS

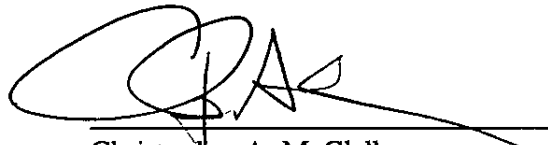
The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors.

ARTICLE X:

AMENDMENTS


The Corporation reserves the right to amend, alter, or repeal any provision in these Articles of Incorporation in the manner prescribed by Chapter 607, *Florida Statutes*, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the Corporation by the unanimous approval or consent of the shareholders. Thereafter, every amendment shall be approved by the shareholders as provided in the By-laws and in Chapter 607, *Florida Statutes*.

The undersigned incorporator has executed these Articles of Incorporation this 23rd day of July, 2008.


Christopher A. McClellan

STATE OF TEXAS
COUNTY OF TRAVIS

The foregoing instrument was acknowledged before me this 23rd day of July, 2008, by Christopher A. McClellan, who is personally known to me.


NOTARY PUBLIC
Elvia G. Busbee

My Commission expires:



**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

Shirley F. Kerns, having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, *Florida Statutes*.


Shirley F. Kerns

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA