

To: FL Dept. of State  
Subject: 000638.106025

From: Katie M. Busch  
Thursday, June 18, 2009 10:22 AM

Division of Corporations

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To:

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Fax Number : (850) 617-6381

From:

Account Name : CORPDIRECT AGENTS, INC.  
Account Number : 110450000714  
Phone : (850) 222-1173  
Fax Number : (850) 224-1640

000638.106025

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**DSI INSURANCE SERVICES, INC.**

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CORPORATION DIVISION

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**ARTICLES OF INCORPORATION  
OF  
DSI INSURANCE SERVICES, INC.**

THE UNDERSIGNED INCORPORATOR, of the age of eighteen years or over, for the purpose of forming a corporation pursuant to the provisions of Chapter 607 and 621 of the Florida Statutes, does hereby execute the following Articles of Incorporation:

**ARTICLE I:** The name of the Corporation is "DSI Insurance Services, Inc."

**ARTICLE II:** The principal street address and mailing address of the corporation is c/o DeWitt Stern, Imperatore, Ltd., Harborside Financial Center, Plaza 5, Suite 1510, Jersey City, NJ 07311-4097.

**ARTICLE III:** The purpose for which the Corporation is organized is to conduct the business of insurance brokerage in Florida.

**ARTICLE IV:** The number of shares of stock that the Corporation is authorized to issue shall be 200 shares of Common Stock, without par value.

**ARTICLE V:** The names, addresses and titles of the initial Officers and Directors are as follows:

<u>Names and Addresses</u>	<u>Title</u>
Jolyon Stern c/o DeWitt Stern, Imperatore, Ltd. Harborside Financial Center Plaza 5, Suite 1510 Jersey City, NJ 07311-4097	Director

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<u>Names and Addresses</u>	<u>Title</u>
Armand Pohan c/o DeWitt Stern, Imperatore, Ltd. Harborside Financial Center Plaza 5, Suite 1510 Jersey City, NJ 07311-4097	Director
David O'Dowd c/o DeWitt Stern, Imperatore, Ltd. Harborside Financial Center Plaza 5, Suite 1510 Jersey City, NJ 07311-4097	Director, President and Secretary
Steven Pincus c/o DeWitt Stern, Imperatore, Ltd. Harborside Financial Center Plaza 5, Suite 1510 Jersey City, NJ 07311-4097	Vice President
Cecilia Liu c/o DeWitt Stern, Imperatore, Ltd. Harborside Financial Center Plaza 5, Suite 1510 Jersey City, NJ 07311-4097	Vice President
Rhonda Michel c/o DeWitt Stern, Imperatore, Ltd. Harborside Financial Center Plaza 5, Suite 1510 Jersey City, NJ 07311-4097	Vice President

**ARTICLE VI:** The name and address of the Corporation's registered agent in Florida is National Corporate Research, Ltd., Inc., 515 East Park Avenue, Tallahassee, FL 32301.

**ARTICLE VII:** The name and address of the Incorporator is as follows:

Stephen M. Vajtay, Jr.  
c/o McCarter & English, LLP  
100 Mulberry St., Gateway Four  
Newark, NJ 07102

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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Dated: June 18, 2009

National Corporate Research, Ltd., INC.  
*Kathleen Ballard*  
Registered Agent Kathleen Ballard

Dated: June 17, 2009

*Stephen M. Vajta, Jr.*  
Stephen M. Vajta, Jr. Incorporator

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