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(Requestor's Name)

(Address)

(Address)

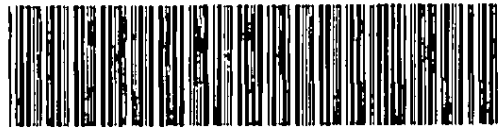
(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____



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12/31/09--01001--016 **198.75

Special Instructions to Filing Officer:
J. Steve Roddenberry of Pennington Law requests that we add the Insurance approved pages to this document due to Insurance Regulations. Insurance company must have Approval on documents filed w/ SOS. DC 03-10-20

Office Use Only

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
09 DEC 30 PM 3:36

FILED

EP 12/30/09

CERTIFICATE OF DOMESTICATION

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09 DEC 30 PM 3:35
CLERK OF THE COURT
TRUSTEES OF THE STATE OF FLORIDA

The undersigned, Douglas F. Llak
(Name)

of SUNZ Insurance Company
(Corporation Name)

a foreign corporation

in accordance with s. 607.1801, Florida Statutes, does hereby certify:

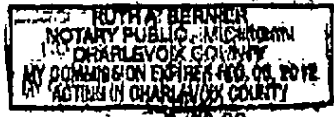
1. The date on which corporation was first formed was October 30, 1986.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was State of Tennessee.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was SUNZ Insurance Company, f/k/a/Brentwood National Insurance Company.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is SUNZ Insurance Company.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was State of Tennessee.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am CEO, of SUNZ Insurance Company

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 28th day of December, 2009.

Douglas F. Llak
(Authorized Signature)

Ruth A Bernier, Notary 12-28-09
Ruth A Bernier



| | |
|--|-----------|
| Filing Fee: | \$ 30.00 |
| Certificate of Domestication | \$ 78.75 |
| Articles of Incorporation and Certified Copy | \$ 128.75 |
| Total to domesticate and file | \$ 237.50 |

OFFICE OF INSURANCE
REGULATION
MAR 05 2020
LEGAL SERVICES OFFICE

APPROVED

DEC 30 2009

Docketed by: K.M. Gath

**ARTICLES OF INCORPORATION
OF
SUNZ INSURANCE COMPANY**

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned Corporation hereby amends and restates its Articles of Incorporation as follows:

I. **Name**

The name of the Corporation is **SUNZ INSURANCE COMPANY**.

II. **Status and Term of Existence**

The Corporation is for profit and its duration shall be perpetual.

III. **Principal Office, Registered Office and Agent**

The principal office and place of business and registered office of the Corporation in this state is: 100 2nd Ave North, Suite 300, St Petersburg, Pinellas County, FL 33701. The registered agent at that address is Douglas F. Litak.

IV. **Purpose**

The Corporation shall have the power and authority to transact property and casualty insurance as authorized under the laws of the State of Florida, as they now exist or may hereafter be amended, and to exercise any and all other lawful rights, powers, privileges and activities under the laws of the State of Florida, any other state, or the United States. The Corporation shall have the right to issue participating policies as authorized by section 628.361, *Florida Statutes*.

V. **Capital Stock**

The maximum number of shares which the Corporation shall have the authority to issue is 4,000,000 shares of common stock, which shall have the rights and powers set forth below:

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TALLAHASSEE, FLORIDA

OFFICE OF INSURANCE
REGULATION

MAR 05 2020

LEGAL SERVICES OFFICE

- (A) Class A Common Stock. The maximum number of shares of Class A Common Stock which the Corporation shall have the authority to issue shall be 2,000,000, par value \$3.00 per share. Each share of Class A Common Stock shall have ten (10) votes on all matters presented to shareholders of the Corporation, except any matter limited by the Articles to the votes of other classes of common stock, or so limited to votes of preferred stock, if any, or any class thereof. Each share of common stock outstanding upon the effectiveness of this restatement of the Corporation's Articles shall become a share of Class A Common Stock, and it shall not be necessary for any holder of such outstanding shares of stock to submit certificates for exchange.
- (B) Class B Common Stock. The maximum number of shares of Class B Common Stock which the Corporation shall have the authority to issue shall be 2,000,000, par value \$3.00 per share. Each share of Class B Common Stock shall have one (1) vote on all matters presented to shareholders of the Corporation and such other rights and powers, and such other terms, as may be determined by the Board of Directors of the Corporation.

VI. Preemptive Rights.

The shareholders of the Corporation shall not have preemptive rights.

VII. Directors

The Corporation shall never have less than 5 directors, the majority of whom shall be United States citizens, and all of whom shall be over the age of 18 years.

VIII. Authority of Directors

The Directors of the Corporation shall have the power to cause the Corporation from time to time, and at any time, to purchase, hold, sell, transfer, or otherwise deal with (A) shares of any class or series issued by it, (B) any security or other obligation of the Corporation which may confer upon the holder thereof the right to convert the same into shares of any class or series authorized by the Articles of the corporation, and (C) any security or other obligation which may confer upon the holder thereof the right to purchase shares of any class or series authorized by the Articles of the Corporation. The Corporation shall have the right to repurchase, if and when any shareholder desires to sell, or on the happening of any event is required to sell, shares of any class or series issues by the Corporation. The authority granted in this Article VIII of these Articles shall not

limit the plenary authority of the Directors to purchase, hold, sell, transfer, or otherwise deal with shares of any class or series, securities, or other obligations issued by the Corporation or authorized by its Articles. Directors may be removed only for cause.

These Amended and Restated Articles of Incorporation contain amendments requiring shareholder approval, and were unanimously adopted by the Corporation's sole shareholder.

Douglas F. Lilak

Glen Distefano

Auth S Wh
Nate Ward Director
100 2nd Ave N.
St 300
St-Petersburg, FL

STATE OF FLORIDA)
) ss
COUNTY OF PINELLAS)

PERSONALLY APPEARED before me, Douglas F. Lilak, who acknowledged executing the above Amended and Restated Articles of Incorporation.

Notary Public

My commission expires:

STATE OF FLORIDA)
) ss
COUNTY OF PINELLAS)

PERSONALLY APPEARED before me, Glen Distefano, who acknowledged executing the above Amended and Restated Articles of Incorporation.

Notary Public

My commission expires:

STATE OF FLORIDA)
) ss
COUNTY OF ~~ORANGE~~ *Palm Beach*)

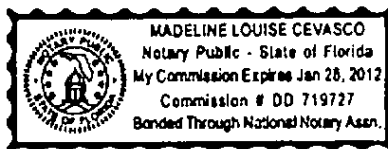
PERSONALLY APPEARED before me, Nate Ward, who acknowledged executing the above Amended and Restated Articles of Incorporation.

Madeline Louise Cevasco

Notary Public

My commission expires:

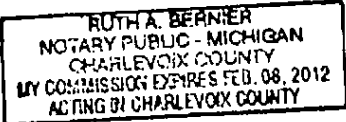
Jun. 28, 2012



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These Amended and Restated Articles of Incorporation contain amendments requiring shareholder approval, and were unanimously adopted by the Corporation's sole shareholder.

Douglas F. Lilak
Director 100 2nd Ave N. St. Petersburg, FL
STATE OF MICHIGAN)
COUNTY OF CHARLEVOIX) ss)
Glen Distefano
~~Secretary~~



PERSONALLY APPEARED before me, Douglas F. Lilak, who acknowledged executing the above Amended and Restated Articles of Incorporation.

Ruth A Bernier
Notary Public Ruth A Bernier

My commission expires: 2-8-2012

STATE OF FLORIDA)
COUNTY OF PINELLAS) ss)

PERSONALLY APPEARED before me, Glen Distefano, who acknowledged executing the above Amended and Restated Articles of Incorporation.

Notary Public

My commission expires:

STATE OF FLORIDA)
COUNTY OF ORANGE) ss)

PERSONALLY APPEARED before me, ~~Samuel Oswald~~, who acknowledged executing the above Amended and Restated Articles of Incorporation.

Notary Public

My commission expires:

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STATE DEPT OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process from the Chief Financial Officer of the State of Florida for SUNZ Insurance Company at the place designated in the Amended and Restated Articles of Incorporation, Douglas F. Lilak agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

Douglas F. Lilak
Douglas F. Lilak

Date: 12/28/09

Notarize

Ruth Bernier
Ruth A Bernier 12-28-09

RUTH A. BERNIER
NOTARY PUBLIC - MICHIGAN
CHARLEVOIX COUNTY
MY COMMISSION EXPIRES FEB. 08, 2012
ACTING IN CHARLEVOIX COUNTY

Douglas F. Lilak
Incorporator
100 2nd Ave N.
Ste 300
St. Petersburg, FL
33701