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FLORIDA PROFIT/NON PROFIT CORPORATION

FERNANDEZ INSURANCE GROUP INC

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION  
OF  
FERNANDEZ INSURANCE GROUP INC.**

I, the undersigned, being of legal age and a natural person, do hereby subscribed to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida

**ARTICLE I**

**CORPORATE NAME AND PRINCIPAL PLACE OF BUSINESS**

**FERNANDEZ INSURANCE GROUP INC.**

**6285 SW 40 ST**

**MIAMI, Florida 33155**

**Article II**

**CORPORATE EXISTENCE**

The existence of the corporation shall be perpetual. Corporate existence shall begin upon the filing of the Articles of Incorporation by the Department of State.

**ARTICLE III**

**NATURE OF CORPORATE BUSINESS**

The corporation may engage in any activity or business of insurance, payroll management permitted under the laws of the

United States and under the laws of the State of Florida.

**ARTICLE IV**

**CAPITAL STOCK**

This corporation is authorized to issue a maximum of One Thousand (1000) shares of stocks. The Share of stock authorized shall be common stock having a par value of ONE

(1) dollar.

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**ARTICLE V**

The initial principal offices of this corporation shall be 6285 SW 40 ST, Miami, Florida 33155, with the privilege of having its office, or any branches, located

Else where in the State of Florida or beyond Florida's boundaries.

**ARTICLE VI**

The corporation shall have at least one Director, with the exact number to be specified by the stockholder from time to time, unless the stockholders elect by majority vote to Determine that the stockholders manage the corporation.

**ARTICLE VII**

The name and address of the first director of the corporation shall hold office for the first Year or until a successor is duly elected and qualified.

**Name:**  
Zoila Fernandez  
6285 sw 40 st  
Miami, Florida. 33155

**Title:**  
President

**INCORPORATORS**

The name and post office address of the incorporator executing these Articles of

Incorporation is as follows:

**INCORPORATOR**  
Zoila Fernandez

**ADDRESS**  
6285 sw 40 st  
Miami, Florida 33155

**ARTICLE VIII**

The undersign, being the original subscriber to these Articles of Incorporation, for the purposes of forming a corporation for profit and do to business both within and without

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the State of Florida, does hereby make, subscribe, acknowledge and file these Articles of Corporation, hereby declaring and certifying that the facts herein state are true and accordingly has hereunto set his hand and seal this 25<sup>th</sup> day of June, 2010.

No contract or other transaction between this corporation, and no act of this Corporation, shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniary or otherwise interested in any contract or transaction of this Corporation, provided that the fact that she/he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors of the Corporation shall authorize any such contract or transaction with like force and effect.

#### **ARTICLE IX**

The private property of the stockholders shall NOT be subject to payment of the corporate debtors under any circumstances. The corporation shall have a first lien of the shares of the stockholders' shares and upon the dividends due for them for any indebtedness of such stockholders to the corporation. All rights to setoff exist in favor of the Corporation.

#### **ARTICLE X**

The corporation shall IDEMNIFY and insure its Officers and Directors to the fullest extent permitted under law either now or hereafter.

#### **ARTICLE XI**

No transfer or issuance of stock of this corporation shall be to anyone other than an individual duly allowed by the Board of Directors. No alienation of the shares shall be to anyone but another individual eligible to be a shareholder of such corporation. If the shares become garnished or executed upon by anyone, the other shareholder hold the

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right to purchase the shares for the sum of \$ 1.00 plus their bid credit created by the security interest.

IN WITNESS WHEREOF, the undersigned as the original Subscriber to the Capital Stock herein before named, for the purpose of forming a corporation under Florida law and transacting business within and without the State of Florida, make and file the Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and agree to take the number of shares herein above set forth, and hereunto set my Hand and Seal this 25th day of June, 2010.

er of shares herein above set forth, and her  
ne, 2010)

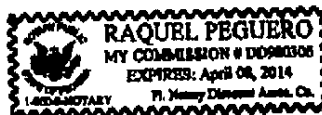
*[Signature]*

STATE OF FLORIDA) ) SS:  
COUNTY OF DADE )

BE IT REMEMBERED that on this day before, a Notary duly authorized in The State of Florida, County of Dade, to take acknowledgments, personally appeared Zoila Fernandez known to me to be the person described as Incorporator in the Foregoing Articles of Incorporation.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 25<sup>th</sup> day of June, 2010

  
NOTARY PUBLIC, STATE OF FLORIDA



**CERTIFICATE DESIGNATED PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA NAMING AGENT WHOM  
SERVICE MAY BE SERVED.**

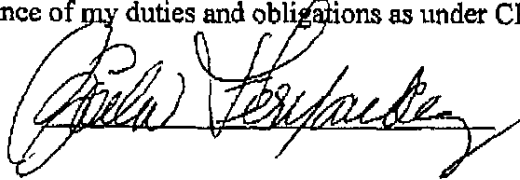
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In compliance with the Florida Statutes, the following is submitted: Designation or Registered Agent and naming same to accept of process within the State of Florida for **Fernandez Insurance Group Inc**

Name: Zoila Fernandez  
Address: 6285 sw 40 st.  
Miami, Florida 33155  
Telephone: 305-971-9776

Having been named to accept service of process for the above stated corporation at the place designated in the certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the property and complete performance of my duties and obligations as under CH. 607 Fla. Statute.



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