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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**tosciano white insurance group, inc.**

Certificate of Status	0
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**ARTICLES OF INCORPORATION  
OF  
TOSCANO WHITE INSURANCE GROUP, INC.**

The undersigned, does hereby subscribed to acknowledge, and file, and following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation is: Toscano White Insurance Group, Inc.

**ARTICLE II - PURPOSE**

This corporation for the purpose of transacting any and all lawful business permitted under the laws of the State of Florida.

**ARTICLE III - TERM**

This corporation shall commence its existence on the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 100 shares of one (\$1.00) dollar, par value, common stock, which shall be designated as "common shares". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just value to be fixed by the Board of Directors.

**ARTICLE V - VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holder of the outstanding common shares.

**ARTICLE VI - PREEMPTIVE RIGHTS**

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

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**ARTICLE VII - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The principal place of business and the mailing address of this corporation shall be:

Toscano White Insurance Group, Inc.  
243 North University Drive  
Pembroke Pines, Florida 33024

**ARTICLE VIII - INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and the street address of the initial registered agent are:

Claudia Jo Willis, Esquire  
Claudia Jo Willis, P.A.  
1301 East Broward Boulevard, Suite 220  
Fort Lauderdale, Florida 33301

**ARTICLE IX - INITIAL BOARD OF DIRECTORS AND OFFICERS**

The corporation shall have one (1) director, initially. The number of directors may be increased by a unanimous vote of the shareholders of the corporation, but in no event shall there be more than three (3) directors. The name and address of the initial directors of this corporation are:

Rose White  
Toscano White Insurance Group, Inc.  
243 North University Drive  
Pembroke Pines, Florida 33024

**ARTICLE X - INCORPORATOR**

The name and address of the person signing these Articles are:

Rose White  
Toscano White Insurance Group, Inc.  
243 North University Drive  
Pembroke Pines, Florida 33024

**ARTICLE XI - INDEMNIFICATION**

This corporation shall indemnify any officer or director or any formal officer or director, to the fullest extent permitted either now existing or hereafter enacted.

ARTICLE XII - POSSIBLE CONFLICTS

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the director of this corporation are pecuniary or otherwise interested in, or are directors or officers of, such other corporation. Any director individually or any firm of which any director may be a member, may be a party to or may be pecuniarily or otherwise interested in, any contract of any transaction of this corporation, provide that the fact that he/she or such firm is so interested shall be disclosed or shall have been known to the board of directors or a majority thereof, any director of this corporation who is also a director or officer of such other corporation, or who is so interested may be counted in determining the existence of the quorum of any meeting of the board of directors of this corporation which shall authorize any such contract or transaction with lice force and effect as if he/she were not such officer or director of such other corporation or not so interested.

ARTICLE XIII - CORPORATE DEBTS

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatsoever. The corporation shall have a first lien on the shares of its shareholders and upon dividends due them for any indebtedness of such shareholders to the corporation.

In Witness Whereof the undersigned subscriber has executed these Articles of Incorporation this 11<sup>TH</sup> day of January, 2011.

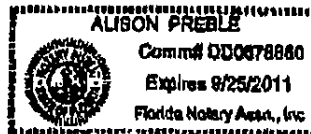
INCORPORATOR:

Rose White (SEAL)  
ROSE WHITE

STATE OF FLORIDA  
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 11<sup>TH</sup> day of January, 2011, by ROSE WHITE, who is personally known to me.

Notary Signature: Alison Preble  
Notary Name: Alison Preble



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**CERTIFICATE AND ACKNOWLEDGMENT OF  
REGISTERED AGENT  
OF**

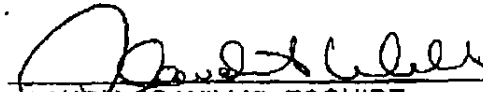
**TOSCANO WHITE INSURANCE GROUP, INC.**

Pursuant to Florida Statutes Section 48.091 and 607.0501, the following is submitted: the above Corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation has named Claudia Jo Willis, Esquire, located at Claudia Jo Willis, P.A., 1301 East Broward Boulevard, Suite 220, Fort Lauderdale, Florida 33301, as its Registered Agent to accept service of process within this state.

**ACKNOWLEDGMENT**

Having been named as Registered Agent to accept service of process for the above-stated Corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity and agree to comply with the provision of Florida Law in keeping open said office.

Dated this 11<sup>TH</sup> day of January, 2011.

  
CLAUDIA JO WILLIS, ESQUIRE,  
Registered Agent

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