

P11000017140

Citi Assurance Services

3001 Meacham Boulevard, Suite 200
Fort Worth, Texas 76137

(Address)

(Address)

(City/State/Zip/Phone #)

☐

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06/24/11--01022--005 **70.00

FILED

11 JUN 24 PM 2:45

SECRETARY OF STATE
FALL BRASSFIELD GARDEN

Merger
06/28/11
DC

June 21, 2011

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

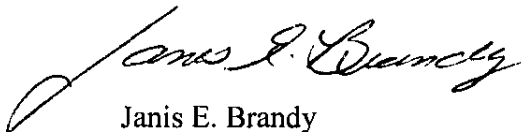
Re: Merger between CitiFinancial Insurance Agency of Washington, Inc.
Into OneMain Financial Insurance Agency of Washington, Inc.

Dear Sir/Madam:

Enclosed, are the Plan of Merger and Articles of Merger for the merger of CitiFinancial Insurance Agency of Washington, Inc. into OneMain Financial Insurance Agency of Washington, Inc. Also enclosed is our check in the amount of \$70.00 to cover the fee for this filing.

Should you have any questions, please contact me at (817)348-5301.

Sincerely,

A handwritten signature in cursive script, reading "Janis E. Brandy". The signature is written in dark ink and is positioned above the printed name and title.

Janis E. Brandy
Program Manager

ARTICLES OF MERGER

MERGING

CitiFinancial Insurance Agency of Florida, Inc.
(a profit corporation of the State of Florida)

INTO

OneMain Financial Insurance Agency of Florida, Inc.
(a profit corporation of the State of Florida)

FILED
11 JUN 24 PM 2:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FIRST: OneMain Financial Insurance Agency of Florida, Inc. (Document Number P11000017140), a corporation organized and existing under the laws of the State of Florida, shall survive the merger and shall continue under the name OneMain Financial Insurance Agency of Florida, Inc.

SECOND: CitiFinancial Insurance Agency of Florida, Inc. (Document Number P99000105623), a corporation organized and existing under the laws of the State of Florida, shall be the merging corporation.

THIRD: The Plan of Merger is attached.

FOURTH: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

FIFTH: The Plan of Merger was adopted by the sole shareholder of the surviving corporation on June 2, 2011.

SIXTH: The Plan of Merger was adopted by the sole shareholder of the merging corporation on June 2, 2011.

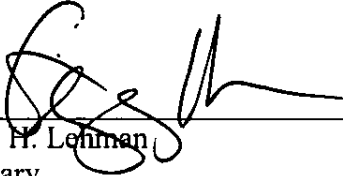
IN WITNESS WHEREOF, OneMain Financial Insurance Agency of Florida, Inc. and CitiFinancial Insurance Agency of Florida, Inc., the corporation parties to the merger, have caused these articles of merger to be signed in their respective corporate names and on their behalf by their respective presidents (or senior vice presidents) and witnessed or attested by their respective secretaries (or assistant secretaries) all as of the 2nd day of June, 2011.

**OneMain Financial Insurance Agency of
Florida, Inc.**



By: Dava S. Carson
President

Attest: (Witness)



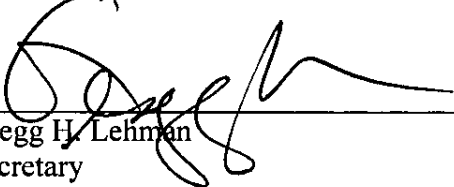
Gregg H. Lehman
Secretary

**CitiFinancial Insurance Agency of
Florida, Inc.**



By: Dava S. Carson
President

Attest: (Witness)



Gregg H. Lehman
Secretary

PLAN OF MERGER

MERGING

CitiFinancial Insurance Agency of Florida, Inc.
(a profit corporation of the State of Florida)

INTO

OneMain Financial Insurance Agency of Florida, Inc.
(a profit corporation of the State of Florida)

FIRST: OneMain Financial Insurance Agency of Florida, Inc., a corporation organized and existing under the laws of the State of Florida, shall survive the merger and shall continue under the name OneMain Financial Insurance Agency of Florida, Inc.

SECOND: CitiFinancial Insurance Agency of Florida, Inc., a corporation organized and existing under the laws of the State of Florida, shall be the merging corporation.

THIRD: The terms and conditions of the merger are as follows: All property of CitiFinancial Insurance Agency of Florida, Inc. will be allocated to and be vested in OneMain Financial Insurance Agency of Florida, Inc. All obligations of CitiFinancial Insurance Agency of Florida, Inc. will be assumed by OneMain Financial Insurance Agency of Florida, Inc. on the same terms as if they were still obligations of CitiFinancial Insurance Agency of Florida, Inc. OneMain Financial Insurance Agency of Florida, Inc. will assumed the Federal tax liability of CitiFinancial Insurance Agency of Florida, Inc. and will utilize the Federal Employer Identification Number of CitiFinancial Insurance Agency of Florida, Inc.

FOURTH: There will be no conversion of shares, obligations, or securities into cash or other property as a result of the merger.

FIFTH: The articles of incorporation of the surviving corporation are attached.

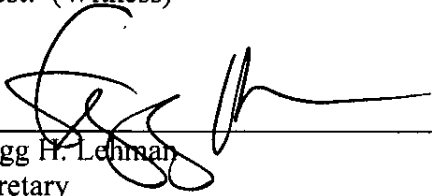
IN WITNESS WHEREOF, OneMain Financial Insurance Agency of Florida, Inc. and CitiFinancial Insurance Agency of Florida, Inc., the corporation parties to the merger, have caused this plan of merger to be signed in their respective corporate names and on their behalf by their respective presidents and witnessed or attested by their respective secretaries all as of the 2nd day of June, 2011.

**OneMain Financial Insurance Agency of
Florida, Inc.**



By: Dava S. Carson
President

Attest: (Witness)



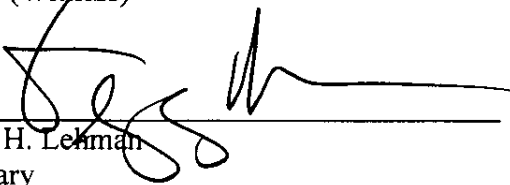
Gregg H. Lehman
Secretary

**CitiFinancial Insurance Agency of
Florida, Inc.**



By: Dava S. Carson
President

Attest: (Witness)



Gregg H. Lehman
Secretary

Certified Copy

I certify the attached is a true and correct copy of the Articles of Incorporation of ONEMAIN FINANCIAL INSURANCE AGENCY OF FLORIDA, INC., a Florida corporation, filed electronically on February 17, 2011 effective February 21, 2011, as shown by the records of this office.

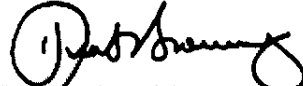
I further certify that this is an electronically transmitted certificate authorized by section 15.16, Florida Statutes, and authenticated by the code noted below.

The document number of this corporation is P11000017140.

Authentication Code: 110218134528-500194817745#1

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Eighteenth day of February, 2011




Kurt S. Browning
Secretary of State

**Electronic Articles of Incorporation
For**

P11000017140
FILED
February 17, 2011
Sec. Of State
jshivers

ONEMAIN FINANCIAL INSURANCE AGENCY OF FLORIDA, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

ONEMAIN FINANCIAL INSURANCE AGENCY OF FLORIDA, INC.

Article II

The principal place of business address:

3001 MEACHAM BLVD.
FORT WORTH, TX. US 76137

The mailing address of the corporation is:

3001 MEACHAM BLVD.
FORT WORTH, TX. US 76137

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1,000

Article V

The name and Florida street address of the registered agent is:

JOHN D. HATCH, P.C.
1267 BERKSHIRE LANE
TARPON SPRINGS, FL. 34688

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: JOHN D. HATCH

P11000017140
FILED
February 17, 2011
Sec. Of State
jshivers

Article VI

The name and address of the incorporator is:

JOHN D. HATCH
1267 BERKSHIRE LANE

TARPON SPRINGS, FL 34688

Electronic Signature of Incorporator: JOHN D. HATCH

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P, D
DAVA S CARSON
3001 MEACHAM BLVD.
FORT WORTH, TX. 76137 US

Title: S, D
GREGG H LEHMAN
3001 MEACHAM BLVD.
FORT WORTH, TX. 76137 US

Title: D
CAROLYN S MCCORMICK
3001 MEACHAM BLVD.
FORT WORTH, TX. 76137 US

Title: T
PAULA D LARKIN
3001 MEACHAM BLVD.
FORT WORTH, TX. 76137 US

Title: SVP
MICHAEL B SHARPE
3001 MEACHAM BLVD.
FORT WORTH, TX. 76137 US

Title: AS
VICKI L BARNETT
3001 MEACHAM BLVD.
FORT WORTH, TX. 76137 US

Article VIII

The effective date for this corporation shall be:

02/21/2011