

Division of Corporations

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P11000101836Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

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To: Division of Corporations
Fax Number : (850) 617-6381

From: Account Name : FOWLER, WHITE 2
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Phone : (813) 769-7692
Fax Number : (813) 228-9401

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TALLAHASSEE, FLORIDA

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: thillier@asicorp.org

111-2201

FLORIDA PROFIT/NON PROFIT CORPORATION

ACAC Acquisition, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	12
Estimated Charge	\$78.75

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Corporate Filing Menu

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MRD 11/30

11/29/2011 14:56 FAX 8132298313

FOWLER WHITE BOGGS

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850-617-6381

11/29/2011 11:45:48 AM PAGE

1/001

Fax Server



November 29, 2011

FLORIDA DEPARTMENT OF STATE
Division of Corporations

FOWLER, WHITE 2

SUBJECT: ACAC ACQUISITION, INC.
REF: W11000059854

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Articles must be in numeric order. Page four has article VIII.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

If you have any further questions concerning your document, please call (850) 245-6879.

Ruby Dunlap
Regulatory Specialist II
New Filing Section

FAX Aud. #: H11000278749
Letter Number: 611A00026710

Fax Audit No. H11000278749 3

APPROVED

OCT 28 2011

**ARTICLES OF INCORPORATION
OF
ACAC ACQUISITION, INC.**

Docketed by: CRS

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation for such corporation (the "Corporation"):

ARTICLE I

Name

The name of the Corporation is ACAC Acquisition, Inc.

ARTICLE II

Initial Principal Office and Mailing Address

The initial principal office and mailing address of the Corporation is 805 Executive Center Drive West, Suite 300, St. Petersburg, Pinellas County, Florida 33702.

ARTICLE III

Term and Purpose

The duration of the Corporation's existence shall be perpetual. The Corporation shall be organized to engage in every aspect of property and casualty insurance and any lawful act or activity incidental thereto.

ARTICLE IV

Shares

The Corporation shall have authority to issue 5,000,000 common shares with a par value of \$1.00 per share. The Corporation shall not begin transacting business unless it achieves a minimum capital surplus of \$15 million.

ARTICLE V

Initial Registered Agent and Office

The street address of the Corporation's initial registered office is 805 Executive Center Drive West, Suite 300, St. Petersburg, Florida 33702 and the name of the Corporation's initial registered agent at that address is Kevin R. Milkey.

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ARTICLE VI
Incorporators

The name and address of the incorporators are:

Name	Address
John F. Auer	805 Executive Center Drive West Suite 300 St. Petersburg, Florida 33702
Marc Fasteau	805 Executive Center Drive West Suite 300 St. Petersburg, Florida 33702
Susan Lee Cross	805 Executive Center Drive West Suite 300 St. Petersburg, Florida 33702
Greg D. Hendrick	805 Executive Center Drive West Suite 300 St. Petersburg, Florida 33702
Kevin R. Milkey	805 Executive Center Drive West Suite 300 St. Petersburg, Florida 33702

ARTICLE VII
Initial Directors

The corporation initially shall have five (5) directors, all of whom are over the age of 18, and whose names and addresses are:

Name	Address
John F. Auer	805 Executive Center Drive West Suite 300 St. Petersburg, Florida 33702
Marc Fasteau	805 Executive Center Drive West Suite 300 St. Petersburg, Florida 33702

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Susan Lee Cross	805 Executive Center Drive West Suite 300 St. Petersburg, Florida 33702
Greg D. Hendrick	805 Executive Center Drive West Suite 300 St. Petersburg, Florida 33702
Kevin R. Milkey	805 Executive Center Drive West Suite 300 St. Petersburg, Florida 33702

ARTICLE VIII

Initial Officers

The corporation initially shall have the following officers, all of whom are over the age of 18, and whose names and titles are:

Name	Title
John F. Auer	President and Treasurer
Marc Fasteau	Chairman and Secretary
Kevin R. Miley	Executive Vice President and Assistant Secretary

ARTICLE IX

Indemnification

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages to the Corporation or any other person for any statement, vote, decision or failure to act, regarding corporate management or policy, as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act.

The Corporation shall indemnify to the full extent permitted by law any person who is made, or is threatened to be made, a party to any action suit or proceeding (whether civil, criminal, administrative or investigative) by reason of the fact that he or she is or was a director or officer of the Corporation or serves or served any other enterprises at the request of the Corporation. If the Florida Business Corporation Act is amended after the filing of these Articles of Incorporation of which this Article IX is a part to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act as so amended.

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Any repeal or modification of the foregoing paragraph by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

ARTICLE X
Effective Date

The effective date of filing of these Articles of Incorporation shall be November 28, 2011.

Dated this 28th day of November, 2011.

[Signatures on Following Pages]

11/29/2011 14:57 FAX 8132298313

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Name: John F. Auer

Title: Incorporator

Name: Marc Fasteau

Title: Incorporator

Name: Susan Lee Cross

Title: Incorporator

Name: Greg S. Hendrick

Title: Incorporator



Name: Kevin R. Milkey

Title: Incorporator

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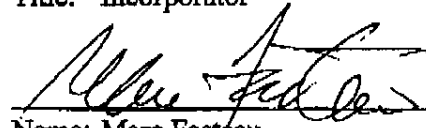
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name: John F. Auer

Title: Incorporator



Name: Marc Fasteau

Title: Incorporator

Name: Susan Lee Cross

Title: Incorporator

Name: Greg D. Hendrick

Title: Incorporator

Name: Kevin R. Milkey

Title: Incorporator

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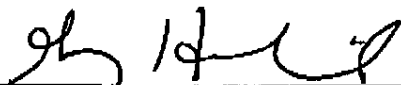
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name: John F. Auer
Title: Incorporator

Name: Marc Fasteau
Title: Incorporator



Name: Susan Lee Cross
Title: Incorporator



Name: Greg S. Hendrick
Title: Incorporator

Name: Kevin R. Milkey
Title: Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDASTATE OF FLORIDACOUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 23rd day of NOVEMBER, 2011, by John F. Auer. He ☒ is personally known to me, or ☐ has produced _____ as identification.

NOTARY PUBLIC-STATE OF FLORIDA
Susan M. Dill
Commission # EE044463
Expires: DEC. 27, 2014
BONDED THROUGH ATLANTIC BONDING CO., INC.

Susan M. Dill
Signature of Notary Public,
State of FLORIDA

My Commission Expires: 12-27-2014

STATE OF _____

COUNTY OF _____

The foregoing instrument was acknowledged before me this _____ day of _____, 2011, by Marc Fasteau. He ☐ is personally known to me, or ☐ has produced _____ as identification.

Signature of Notary Public,
State of _____

My Commission Expires: _____

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STATE OF _____)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COUNTY OF _____)

The foregoing instrument was acknowledged before me this ____ day of _____,
2011, by John F. Auer. He ☐ is personally known to me, or ☐ has produced _____
_____ as identification.

Signature of Notary Public,
State of _____

My Commission Expires: _____

STATE OF New York _____)COUNTY OF New York _____)

The foregoing instrument was acknowledged before me this 31st day of October 2011,
2011, by Marc Fasteau. He ☐ is personally known to me, or ☒ has produced Massachusetts
DL #520370525 as identification.

Signature of Notary Public,
State of New York

My Commission Expires: _____

ALEX E. ZHAO
Notary Public, State of New York
No. 01246188318
Qualified in Kings County
Commission Expires June 09, 2012

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11 NOV 29 PM 12: 22

STATE OF Connecticut
COUNTY OF FairfieldSECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 14th day of November, 2011, by Susan Lee Cross. She ☒ is personally known to me, or ☐ has produced _____ as identification.

Kimberly A. Adams
Signature of Notary Public,
State of Connecticut

KIMBERLY A. ADAMS
NOTARY PUBLIC
STATE OF CONNECTICUT

My Commission Expires: _____ MY COMMISSION EXPIRES 8/31/2012

STATE OF Connecticut
COUNTY OF Fairfield

The foregoing instrument was acknowledged before me this 14th day of November, 2011, by Greg S. Hendrick. He ☒ is personally known to me, or ☐ has produced _____ as identification.

Kimberly A. Adams
Signature of Notary Public,
State of Connecticut

KIMBERLY A. ADAMS
NOTARY PUBLICMy Commission Expires: _____ STATE OF CONNECTICUT
MY COMMISSION EXPIRES 8/31/2012

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 14th day of NOVEMBER, 2011, by Kevin R. Milkey. He ☒ is personally known to me, or ☐ has produced _____ as identification.

NOTARY PUBLIC-STATE OF FLORIDA
Susan M. Dill
Commission # EE044463
Expires: DEC. 27, 2014
BONDED THRU ATLANTIC BONDING CO, INC.

Susan M. Dill
Signature of Notary Public, Susan M. Dill
State of FLORIDA

My Commission Expires: 12-27-2014

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for ACAC Acquisition, Inc., at the place designated as the registered office, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of my position as registered agent.

Dated this 28th day of November, 2011.

REGISTERED AGENT:



Kevin R. Milkey