

P12000067205

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

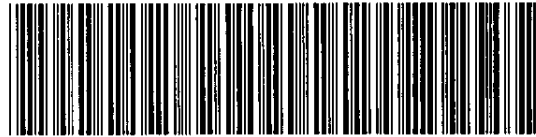
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100237425041

08/02/12--01008--020 **78.75

RECEIVED
2012 AUG -2 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
12 AUG -2 PM 4:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8-3-12

3

Radey, Thomas, Yan and Clark
Requester's Name

301 S. Bronough St, Suite 200
Address

Tallahassee, FL 32301 425-6654
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Heritage Property and Casualty Insurance
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☒ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
HERITAGE PROPERTY & CASUALTY INSURANCE COMPANY**

FILED

12 AUG -2 PM 4: 35.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned persons, acting as incorporators of HERITAGE PROPERTY & CASUALTY INSURANCE COMPANY (hereinafter, the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, as hereafter amended and modified (the "FBCA"), and the Florida Insurance Code, hereby adopt the following Articles of Incorporation for the Corporation:

ARTICLE I

Name

The name of the Corporation is: HERITAGE PROPERTY & CASUALTY INSURANCE COMPANY.

ARTICLE II

Purpose

The Corporation may, and is authorized to, engage the business of property and casualty insurance and such business pertaining thereto as now or hereafter permitted under the laws of the United States and of the State of Florida. The duration of the Corporation shall be perpetual.

ARTICLE III

Principal Office and Mailing Address

The address of the initial Principal Office of the Corporation is 301 South Bronough Street, Suite 200, Tallahassee, FL 32301, in Leon County. The initial mailing address of the Corporation is 301 South Bronough Street, Suite 200, Tallahassee, FL 32301. The location of the Principal Office and the mailing address shall be subject to change upon resolution of the directors or as otherwise may be provided in the Bylaws.

ARTICLE IV

Capital Stock

The total number of shares of capital stock which the Corporation shall have the authority to issue shall be Ten Million (10,000,000) shares, all of which shares shall be denominated "Common Stock," having a par value of \$1.00 per share. Pursuant to Section 607.0602, Florida Statutes, the Board of Directors is authorized, without the approval of the shareholders of the Corporation, to (a) provide for the classification and reclassification of any unissued shares of common stock or preferred stock and determine the preferences, limitations, and relative rights thereof and (b) issue common stock or preferred stock in one or more classes or series, all within the limitations set forth in Section 607.0601, Florida Statutes. The Corporation shall not begin transacting insurance until it satisfies the initial capital and surplus requirements of Section 624.407 of the Florida Statutes.

ARTICLE V
Shareholder Action

Except as otherwise required by the FBCA, an affirmative vote of greater than fifty percent (50%) of the shares of Common Stock of the Corporation shall be required for any Shareholder action.

ARTICLE VI
Board of Directors

There shall initially be six (6) members of the Board of Directors, who shall serve until the first meeting of the shareholders of the Corporation to occur not more than one year from the date of incorporation. The initial members of the Board of Directors are as follows:

Richard Widdicombe
301 South Bronough Street, Suite 200
Tallahassee, FL 32301

Bruce Lucas
301 South Bronough Street, Suite 200
Tallahassee, FL 32301

Jeffrey Pollick
301 South Bronough Street, Suite 200
Tallahassee, FL 32301

Trifon Houvardas
301 South Bronough Street, Suite 200
Tallahassee, FL 32301

Panagiotis Apostolou
301 South Bronough Street, Suite 200
Tallahassee, FL 32301

Thereafter, the number of directors of the Corporation may be fixed in accordance with the Bylaws of the Corporation, but shall in no event be less than one (5).

ARTICLE VII
Initial Registered Office and Agent

The registered agent and registered office of the Corporation shall be the Chief Financial Officer of the State of Florida, The Capitol, Tallahassee, Florida, as required by Florida law.

ARTICLE VIII
Incorporators

The names and addresses of the Incorporators of the Corporation are:

Richard Widdicombe
301 South Bronough Street, Suite 200
Tallahassee, FL 32301

Bruce Lucas
301 South Bronough Street, Suite 200
Tallahassee, FL 32301

Jeffrey Pollick
301 South Bronough Street, Suite 200
Tallahassee, FL 32301

Trifon Houvardas
301 South Bronough Street, Suite 200
Tallahassee, FL 32301

Panagiotis Apostolou
301 South Bronough Street, Suite 200
Tallahassee, FL 32301

ARTICLE IX

INDEMNIFICATION

The Company shall, to the fullest extent permitted by the provisions of sections 607.0831 and 607.0850, Florida Statutes, as amended and supplemented from time to time, indemnify directors and officers from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said sections, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs, executors, and administrators of such a person.

No amendment, modification or repeal of this Article shall adversely affect any right or protection of a director that exists at the time of such amendment, modification or repeal.

ARTICLE X

TRANSACTIONS IN WHICH OFFICERS OR DIRECTORS ARE INTERESTED

A. No contract or other transaction between the Corporation and one or more of its directors or officers, or between the Corporation and any other corporation, firm or entity in which one or more of the Corporation's directors or officers are directors or officers, or have a financial interest, shall be void or voidable solely because of such relationship or interest, or solely because such director or directors is or are present at or participate in the meeting of the Board of Directors or a Committee thereof which authorizes, approves, or ratifies such contract or transaction, or solely because his or their votes are counted for such purpose, if:

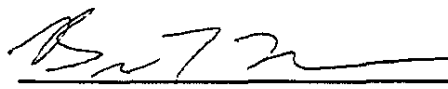
1. The fact of such relationship or interest is disclosed or known to the Board of Directors or the Committee which authorizes, approves, or ratifies the contract or transaction by a vote or written consent sufficient for the purpose without counting the votes or consents of such interested director or directors; or

2. The fact of such relationship or interest is disclosed or known to any shareholders of the Corporation entitled to vote thereon, and they authorize, approve, or ratify such contract or transaction by vote or written consent; or

3. The contract or transaction is fair and reasonable as to Corporation at the time it is authorized by the Board of Directors, a committee thereof, or the shareholders.

B. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee thereof which authorizes, approves, or ratifies such contract or transaction, and shares held by them may be counted in determining the presence of a quorum at a meeting of shareholders at which action is taken pursuant to this Article.

IN WITNESS WHEREOF, these Articles of Incorporation have been signed by the undersigned Incorporator this 31 day of July, 2012.



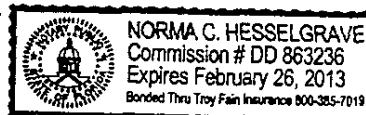
Name: Bruce Lucas

Title: Incorporator

State of FLORIDA
County of PINELLAS

Before me, a notary public, on this day personally appeared Bruce Lucas known to me to be the person whose name is subscribed to the foregoing document or having produced DRIVER'S LICENSE as identification, who acknowledged that he executed this document freely and voluntarily.


Notary Public
My Commission Expires



IN WITNESS WHEREOF, these Articles of Incorporation have been signed by the undersigned Incorporator this 31st day of July, 2012.

[Signature]

Name: Richard Widdicombe

Title: Incorporator

State of Florida
County of Pinellas

Before me, a notary public, on this day personally appeared Richard Widdicombe, known to me to be the person whose name is subscribed to the foregoing document or having produced FLDL as identification, who acknowledged that he executed this document freely and voluntarily.

[Signature]

Notary Public

My Commission Expires



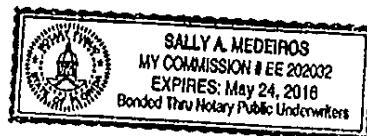
IN WITNESS WHEREOF, these Articles of Incorporation have been signed by the undersigned Incorporator this 31st day of July, 2012.

Panagiotis Apostolou
Name: Panagiotis Apostolou
Title: Incorporator

State of Florida
County of Duval

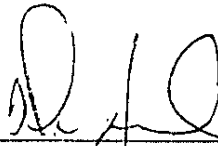
Before me, a notary public, on this day personally appeared Panagiotis Apostolou, known to me to be the person whose name is subscribed to the foregoing document or having produced FD-DL as identification, who acknowledged that he executed this document freely and voluntarily.

Sally A. Medeiros
Notary Public
My Commission Expires



IN WITNESS WHEREOF, these Articles of Incorporation have been signed by the undersigned
Incorporator this 31st day of July, 2012.

 as identification, who acknowledged that he executed this document
freely and voluntarily.



Name: Trifon Houyardas
Title: Incorporator

State of Florida
County of Pineles



Christy Louise Rhodes
Notary Public
My Commission Expires 1/22/2016

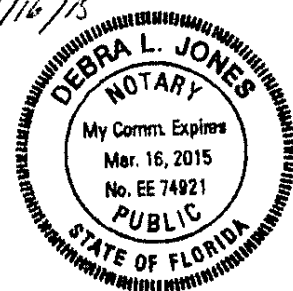
IN WITNESS WHEREOF, these Articles of Incorporation have been signed by the undersigned Incorporator this 1 day of August, 2012.

Jeff Pollick
Name: Jeffrey Pollick
Title: Incorporator

State of Florida
County of Pinellas

Before me, a notary public, on this day personally appeared Jeffrey Pollick, known to me to be the person whose name is subscribed to the foregoing document or having produced FD as identification, who acknowledged that he executed this document freely and voluntarily.

Debra L. Jones
Notary Public
My Commission Expires 3/16/15



FILED
12 AUG -2 PM 4:35
SECRETARY OF STATE
TALLAHASSEE