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13 SEP 13 PM 12:16

COVER LETTER

Department of State
New Filing Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Elements Property Insurance Company

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Robert L. Ricker

Name (Printed or typed)

2367 Centerville Road, First Floor

Address

Tallahassee, FL 32308

City, State & Zip

850-391-3066

Daytime Telephone number

ricker@focusic.com

E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

APPROVED

SEP 12 2013

**ARTICLES OF INCORPORATION
OF
ELEMENTS PROPERTY INSURANCE COMPANY**

Decided by: Lee Crisp

The undersigned persons, acting as incorporators of ELEMENTS PROPERTY 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: ELEMENTS PROPERTY 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 2367 Centerville Road, First Floor, Tallahassee, FL 32308, in Leon County. The initial mailing address of the Corporation is 2367 Centerville Road, First Floor, Tallahassee, FL 32308. 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 One Million (1,000,000) 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.

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SECRETARY OF CORPORATIONS
13 SEP 13 PM 12:16

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 five (5) 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:

Robert L. Ricker
1209 Claude Pichard Drive
Tallahassee, FL 32308

David K. Zwiener
41 Westwood Road
West Hartford, CT 06117

Linda Ventresca
44 Gramercy Park North, 4C
New York, NY 10010

Anthony Mammolite
4 Yarmouth Court
Scotch Plains, NJ 07076

Laurence B. Richardson
7311 Elbow Lane
Philadelphia, PA 19119

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 five (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:

Robert L. Ricker
1209 Claude Pichard Drive
Tallahassee, FL 32308

David K. Zwiener
41 Westwood Road
West Hartford, CT 06117

Linda Ventresca
44 Gramercy Park North, 4C
New York, NY 10010

Anthony Mammolite
4 Yarmouth Court
Scotch Plains, NJ 07076

Laurence B. Richardson
7311 Elbow Lane
Philadelphia, PA 19119

ARTICLE IX **INDEMNIFICATION**

The Corporation 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 IX 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.

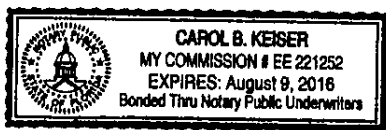
B. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee thereof which authorizes, approves, or ratifies such contract or transaction, and shares held by them may be counted in determining the presence of a quorum 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 6th day of September, 2013.

Robert L. Ricker
Name: Robert L. Ricker
Title: Incorporator

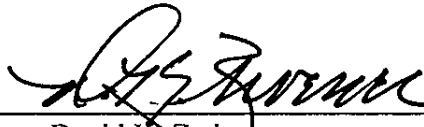
State of FLORIDA
County of LEON

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



Carol B. Keiser
Notary Public
My Commission Expires

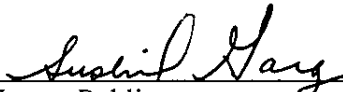
IN WITNESS WHEREOF, these Articles of Incorporation have been signed by the undersigned Incorporator this ____ day of September, 2013.



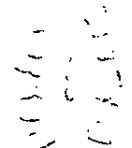
Name: David K. Zwiener
Title: Incorporator

State of CT
County of HARTFORD

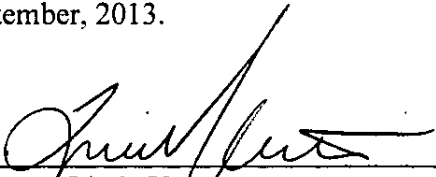
Before me, a notary public, on this day personally appeared David K. Zwiener, known to me to be the person whose name is subscribed to the foregoing document or having produced _____ as identification, who acknowledged that he executed this document freely and voluntarily.



Notary Public
My Commission Expires 1-31-17

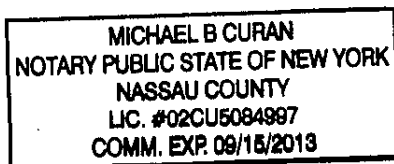


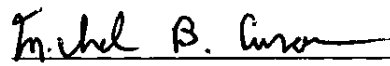
IN WITNESS WHEREOF, these Articles of Incorporation have been signed by the undersigned Incorporator this 5 day of September, 2013.


Name: Linda Ventresca
Title: Incorporator

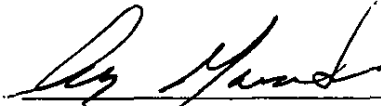
State of New York
County of NY

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




Notary Public
My Commission Expires 9/15/13

IN WITNESS WHEREOF, these Articles of Incorporation have been signed by the undersigned Incorporator this 5th day of September, 2013.

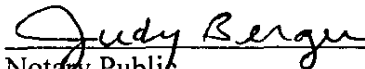


Name: Anthony Mammolite

Title: Incorporator

State of New York
County of New York

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

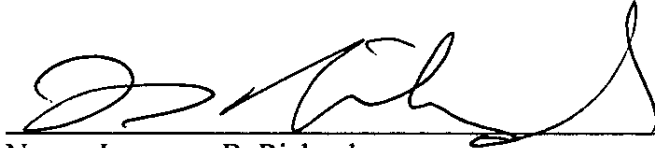


Notary Public

My Commission Expires

JUDY BERGER
NOTARY PUBLIC-STATE OF NEW YORK
No. 01BE6222764
Qualified In New York County
My Commission Expires June 01, 2014


IN WITNESS WHEREOF, these Articles of Incorporation have been signed by the undersigned Incorporator this 5 day of September, 2013.



Name: Laurence B. Richardson
Title: Incorporator

State of Pennsylvania
County of Philadelphia

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


Notary Public
My Commission Expires 07/11/2016