

P130000086723

Kelly Craft
(Requestor's Name)

101 E. College Ave.
(Address)

Tallahassee Fla 32301
(Address)

Phone- 577-5042.
(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

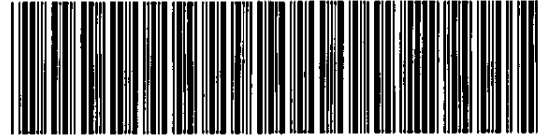
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

16 DEC - 8 AM 9:15

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RECEIVED
DEPARTMENT OF STATE
16 DEC - 8 AM 10:55

Amended
Restarted

DEC - 9 2016

ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Safepoint Insurance Company

DOCUMENT NUMBER: P13000086723

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Fred E. Karlinsky

Name of Contact Person

Greenberg Traurig, P.A.

Firm/ Company

401 East Las Olas Boulevard Suite 2000

Address

Fort Lauderdale, Florida 33301

City/ State and Zip Code

karlinskyf@gtlaw.com

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

For further information concerning this matter, please call:

Benjamin J. Zellner

at (954) 768-8258

Name of Contact Person

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

16 DEC -8 AM 9:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
FOR
SAFEPOINT INSURANCE COMPANY

LEGAL SERVICES OFFICE

DEC 7 2016

OFFICE OF INSURANCE
REGULATION

The undersigned incorporators, for the purpose of forming a corporation for profit pursuant to the laws of the State of Florida, particularly Chapter 607 and Chapter 628, Florida Statutes, and upon approval and adoption pursuant to a shareholder vote proposed by the Board of Directors of Safepoint Insurance Company in accordance with Sections 607.1003, 607.1006, and 607.1007, Florida Statutes, hereby adopt the following Articles of Incorporation:

ARTICLE 1
NAME

The name of the corporation shall be Safepoint Insurance Company. For convenience, the corporation shall be referred to in these Articles of Incorporation as the "Company." These Amended and Restated Articles of Incorporation shall be referred to as the "Articles," and the Bylaws of the Company shall be referred to as the "Bylaws."

ARTICLE 2
OFFICE

The principal office and mailing address of the Company shall be 12640 Telecom Drive, Temple Terrace, Hillsborough County, Florida 33637, or at such other place as may be subsequently designated by the Board of Directors. All books and records of the Company shall be kept at its principal office or at such other place as may be permitted by the Florida Insurance Code.

ARTICLE 3
PURPOSE

The purpose for which the Company is organized is to engage in any and all business permitted under the laws of the State of Florida and elsewhere including, but not limited to, all aspects of writing insurance in the State of Florida and in other states as permitted by the respective regulatory authorities. Pursuant to Section 628.081(3)(c), Florida Statutes, the Company is being formed to write all kinds of insurance that are authorized to be written in the State of Florida, including, but not limited to, property and casualty insurance.

ARTICLE 4
POWERS

The Company shall have all of the common-law and statutory powers of a corporation for

profit organized under the laws of Florida, except as expressly limited or restricted by the terms of these Articles or the Bylaws, and all of the powers and duties reasonably necessary to operate the Company pursuant to the Bylaws, as they may be amended from time to time.

ARTICLE 5 AUTHORIZED SHARES

The Company shall be authorized to issue up to five hundred thousand (500,000) shares of common capital stock, having a par value of ten Dollar (\$10.00) per share. Said shares are the only class of shares of the Company and the owners thereof shall be entitled to receive the net assets of the Company in the event of dissolution.

ARTICLE 6 TERM OF EXISTENCE

The Company shall have perpetual existence.

ARTICLE 7 INDEMNIFICATION

7.1 Personal Liability. The personal liability of the Directors of the Company is hereby eliminated to the fullest extent permitted under the Laws of Florida, as the same may be amended and supplemented. Without limiting the generality of the foregoing, no Director of the Company shall be liable to the Company or its shareholders for monetary damages (including, without limitation, any judgment, amount paid in settlement, fine, penalty, punitive damages, or expense of any nature including attorney's fees) for breach of any duty as a Director, except for liability: (i) for any breach of the Director's duty of loyalty to the Company or its shareholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of law, (iii) under Florida Statute §607.0831 or as provided in §607.0850, or (iv) for any transaction from which the Director derived an improper personal benefit either directly or indirectly. No amendment to or repeal of this Article 7 shall apply to, or have any effect on, the liability or alleged liability of any Director of the Company on, for or with respect to any acts or omissions of such Director occurring prior to such amendment or repeal.

7.2 Indemnification. The Company shall, to the fullest extent permitted by the provisions of Florida Statutes §607.0831 and §607.0850, as the same may be amended and supplemented, 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.

7.3 Amendment. No amendment, modification or repeal of this Article 7 shall adversely affect any right or protection of a Director or Officer that exists at the time of such amendment, modification or repeal.

ARTICLE 8 OFFICERS

The day to day affairs of the Company shall be administered by the Officers holding the offices designated in the Bylaws. The Officers shall be elected by the Board of Directors of the Company at its first meeting following the annual meeting of the shareholders of the Company and shall serve at the pleasure of the Board of Directors. The Bylaws may provide for the removal from office of Officers, for filling vacancies and for the duties and qualifications of the Officers. The terms of office of the initial Officers shall be for not more than one year after the date of incorporation of the Company.

ARTICLE 9 DIRECTORS

9.1 Number and Qualification. The property, business and affairs of the Company shall be managed by a board consisting of the number of Directors determined in the manner provided by the Bylaws, but which shall consist at any time of not less than five (5) Directors, a majority of whom shall be citizens of the United States.

9.2 Duties and Powers. All of the duties and powers of the Company shall be exercised exclusively by the Board of Directors, its Officers, agents, contractors or employees.

9.3 Election; Removal. Directors of the Company shall be elected at the annual meeting of the Shareholders in the manner determined by, and subject to the qualifications set forth, in the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws. Elections of Directors need not be by written ballot except and to the extent provided in the Bylaws of the Company.

9.4 Standards. Each Director shall discharge his or her duties as a Director, including any duties as a member of a Committee: in good faith; with the care an ordinary prudent person in a like position would exercise under similar circumstances; and in a manner reasonably believed to be in the best interests of the Company. Unless a Director has knowledge concerning a matter in question that makes reliance unwarranted, a Director, in discharging his or her duties, may rely on information, opinions, reports or statements, including financial statements and other data, if prepared or presented by: one or more Officers or employees of the Company whom the Director reasonably believes to be reliable and competent in the matters presented; legal counsel, public accountants or other persons as to matters the Director reasonably believes are within the person's professional or expert competence; or a Committee of which the Director is not a member if the Director reasonably believes the Committee merits confidence. A Director shall not be liable for

any action taken as a Director, or any failure to take action, if he or she performed the duties of the office in compliance with the foregoing standards.

ARTICLE 10 AUTHORIZED CAPITAL

The authorized capital of the Company shall be in an amount not less than that amount required under Florida law.

ARTICLE 11 BYLAWS

The Bylaws of the Company shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided in the Bylaws.

ARTICLE 12 AMENDMENTS

Amendments to these Articles shall be proposed and adopted in the following manner:

12.1 Notice. Notice of a proposed amendment shall be included in the notice of any meeting at which the proposed amendment is to be considered and shall be otherwise given in the time and manner provided in Chapter 607, Florida Statutes. Such notice shall contain the proposed amendment or a summary of the changes to be affected thereby. Amendments to these Articles may also be adopted by written consent as provided in the Bylaws and Chapter 607, Florida Statutes.

12.2 Adoption. Amendments shall be proposed and adopted in the manner provided in Chapter 607 and Chapter 628, Florida Statutes (the latter to control over the former).

12.3 Filing. A copy of each amendment shall be filed with the Office of Insurance Regulation and with the Secretary of State pursuant to the provisions of applicable Florida law.

ARTICLE 13 INCORPORATORS

The names and addresses of the Incorporators of this Company, none of whom is less than 18 years of age, are:

| <u>NAME</u> | <u>ADDRESS</u> |
|------------------|--|
| Amarjit Dhaliwal | 6338 MacLaurin Dr. Tampa Palms, FL 33647 |

David Flitman
Parminder Dhaliwal
Donald Rhomberg
Gary Prestia

240 Riverside Blvd Apt 8D New York, NY 10069
6338 Maclaurin Dr. Tampa Palms, FL 33647
15601 Gardenside Lane, Greater Northdale, FL 33624
17 Franciscan Lane Smithtown, NY 11787

ARTICLE 14
REGISTERED OFFICE;
ADDRESS AND NAME OF REGISTERED AGENT

The registered agent of the Company for the service of process shall be the Chief Financial Officer ("CFO") of the State of Florida, Florida Department of Financial Services, Division of Legal Services, Service of Process Section, 200 East Gaines Street, P.O. Box 6200, Tallahassee, Florida, 32314-6200. The CFO shall forward any such process to the Company at 12640 Telecom Drive, Temple Terrace, Hillsborough County, Florida 33637, and the designated person of the Company at such office to receive such process shall be Nancy Baily or such other designated person as may be designated by the Board of Directors. Said registered office and registered agent may be changed at any time by the Board of Directors of the Company, if permitted by Florida law. Said designated office and agent of the Company to receive process from the CFO may be changed at any time by the Board of Directors of the Company.

IN WITNESS WHEREOF, the Directors have affixed their signatures the day and year set forth below.

Amarjit S. Dhaliwal
Amarjit Singh Dhaliwal, Director

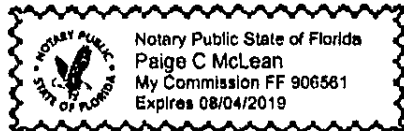
State of Florida :

County of Hillsborough : ss.

Personally appeared before me this 7th day of December, 2016, Amarjit Singh Dhaliwal, who acknowledged that he executed the foregoing Articles of Incorporation as his free act and deed.

Paige C McLean
Notary Public State of _____ (Seal)

My commission expires:



IN WITNESS WHEREOF, the Directors have affixed their signatures the day and year set forth below.

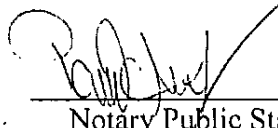


David Michael Flitman, Director

State of Florida :

County of Hillsborough : ss.

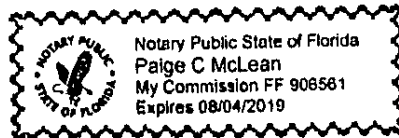
Personally appeared before me this 7th day of December, 2014, David Michael Flitman, who acknowledged that he executed the foregoing Articles of Incorporation as his free act and deed.



Notary Public State of

My commission expires:

(Seal)



IN WITNESS WHEREOF, the Directors have affixed their signatures the day and year set forth below.

Parminder Dhaliwal
Parminder Dhaliwal, Director

State of Florida :

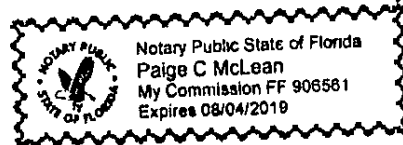
County of Hillsborough : ss.

Personally appeared before me this 7th day of December, 2016, Parminder Dhaliwal, who acknowledged that she executed the foregoing Articles of Incorporation as her free act and deed.

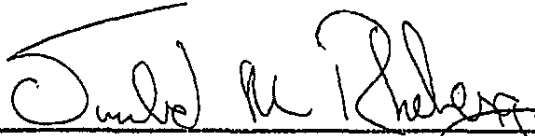
Paige C McLean
Notary Public State of

My commission expires:

(Seal)



IN WITNESS WHEREOF, the Directors have affixed their signatures the day and year set forth below.

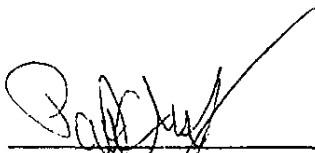


Donald Michael Rhomberg, Director

State of Florida :

County of Hillsborough : ss.

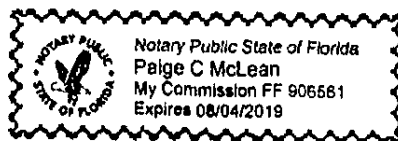
Personally appeared before me this 7th day of December, 2016, Donald Michael Rhomberg, who acknowledged that he executed the foregoing Articles of Incorporation as his free act and deed.



Notary Public State of

My commission expires:

(Seal)



IN WITNESS WHEREOF, the Directors have affixed their signatures the day and year set forth below.



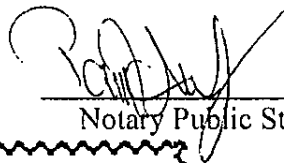
John William Burns, Director

State of Florida :

: SS.

County of Hillsborough :

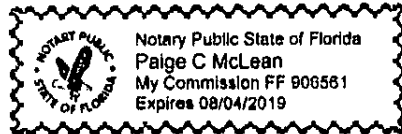
Personally appeared before me this 7th day of December, 2016, John William Burns, who acknowledged that he executed the foregoing Articles of Incorporation as his free act and deed.




Notary Public State of

My commission expires:

(Seal)



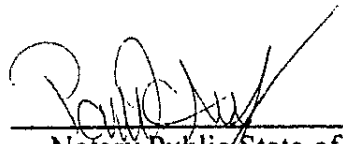
IN WITNESS WHEREOF, the Directors have affixed their signatures the day and year set forth below.



Benjamin Gad Rosenblum, Director

State of Florida :
County of Hillsborough : ss.

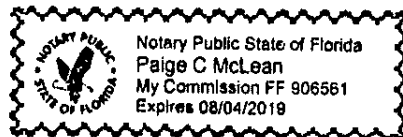
Personally appeared before me this 7th day of December, 2016, Benjamin Gad Rosenblum, who acknowledged that he executed the foregoing Articles of Incorporation as his free act and deed.



Notary Public/State of

My commission expires:

(Seal)



IN WITNESS WHEREOF, the Directors have affixed their signatures the day and year set forth below.

W.S.M.
Wayne Spencer Matthews, Director

State of Florida :
County of Leon : ss.

Personally appeared before me this 6 day of December, 2016 Wayne Spencer Matthews, who acknowledged that he executed the foregoing Articles of Incorporation as his free act and deed.

My commission expires: May 29, 2018

Marsha R. Gillespie
Notary Public State of

(Seal)



MARSHA R. GILLESPIE
MY COMMISSION # FF 127371
EXPIRES: May 29, 2018
Bonded Thru Budget Notary Services

The date of each amendment(s) adoption: Upon filing with the Secretary of State, if other than the date this document was signed.

Effective date if applicable: Upon filing with the Secretary of State
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval
by _____"
(voting group)

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated December 7, 2016

Signature Nancy L. Baily
(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Nancy L. Baily

(Typed or printed name of person signing)

Secretary

(Title of person signing)