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(Requestor's Name)

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(City/State/Zip/Phone #)

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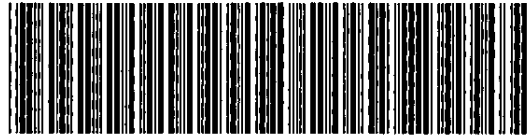
(Business Entity Name)

(Document Number)

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14 AUG -4 AM 11:27  
REGISTRAR OF DEEDS  
TALLAHASSEE, FLORIDA

08/06/14

## COVER LETTER

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

**SUBJECT:** Mangrove Insurance, Inc.

(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:** William D. Slicker

Name (Printed or typed)

4554 Central Avenue, Suite E,

Address

St. Petersburg, FL 33770

City, State & Zip

(727) 322-2795

Daytime Telephone number

jmartin@mangrovefinancialgroup.com

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

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

ARTICLES OF INCORPORATION

OF

MANGROVE INSURANCE, INC.

FILED  
14 AUG -4 AM 11:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator in order to form a corporation under and by virtue of the Laws of the State of Florida, adopts the following articles of incorporation:

**ARTICLE I – NAME**

The name of the corporation is: MANGROVE INSURANCE, INC.

**ARTICLE II – PRINCIPAL OFFICE**

The street address of the principal office of this corporation is: 9952 Gandy Blvd North, St. Petersburg, Florida 33702.

**ARTICLE III – DURATION**

This corporation shall exist perpetually, unless terminated as provided by law.

**ARTICLE IV – PURPOSES**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE V – CAPITAL STOCK**

This corporation is authorized to issue One Hundred (100) shares of One and no/100 (\$1.00) Dollar par value common stock.

**ARTICLE VI – LIMITATIONS AND  
RELATIVE RIGHTS OF SHARES OF CAPITAL STOCK**

- A. **Voting Rights:** Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.
- B. **Limitations:** All of the said stock may be paid for in cash, property, labor or services at a valuation to be fixed by the Board of Directors. All details as to the issuance, rights, liabilities, dividends, liquidation and other characteristics shall be prescribed and enumerated in the By-Laws of this corporation.

## **ARTICLE VII – PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## **ARTICLE VIII – REGISTERED AGENT AND ADDRESS**

The initial registered agent and his address is: Thomas Harris, 9952 Gandy Blvd North, St. Petersburg, FL 33702.

## **ARTICLE IX – INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The name(s) and address(es) of the initial director of this corporation is/are:

Joel Martin  
9411 Sun Isle Drive NE  
St Petersburg FL 33702

Thomas Harris  
12490 91<sup>st</sup> Avenue North  
Seminole FL 33772

## **ARTICLE X – INCOPORATOR(S)**

The name(s) and address(es) of the person/people signing these articles is/are:

Joel Martin  
9411 Sun Isle Drive NE  
St Petersburg FL 33702

## **ARTICLE XI – BY-LAWS AND AMENDMENTS**

The power to adopt, appoint, amend or repeal these Articles and By-Laws shall be vested in the shareholders.

## **ARTICLE XII– SHAREHOLDER QUORUM AND VOTING**

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

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SECRETARY OF STATE  
TALLAHASSEE, FL 32399

### **ARTICLE XIII – INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

### **ARTICLE XIV – MANAGEMENT OF CORPORATION BY SHAREHOLDERS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the shareholder(s) of this corporation.

### **ARTICLE XV – BUSINESS WITH OFFICERS OR DIRECTORS**

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the Directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of such other Director may be a member, may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of this corporation, provided that the fact that he or such firm is so interested does not affect his status and he may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize such contract or transaction, with like force and effect as if he were not such Director or officer of such other corporation or not so interested.

### **ARTICLE XVI – POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

### **ARTICLE XVII – COMPENSATION OF DIRECTORS**

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

### **ARTICLE XVIII – LIEN ON CORPORATE STOCK**

The corporation shall have a lien on all shares of stock for any sum or amount due by the holder thereof to the corporation. No transfer of stock shall be valid or binding until all debts due by the stockholder to the corporation shall have been fully paid and until the transfer has been duly entered upon the books of the corporation.

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14 AUG -4 AM 11:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on the 25 day of July, 2014

  
\_\_\_\_\_  
JOEL MARTIN

STATE OF FLORIDA     )  
COUNTY OF PINELLAS    )

On the 25 day of July, 2014, before me personally appeared JOEL MARTIN, who is personally known to me or who produced Florida Drivers License as identification and has made oath that he has read the foregoing ARTICLES OF INCORPORATION of MANGROVE INSURANCE, INC., by him subscribed and that he knows the contents thereof and that the same is true to her own knowledge except as to those matters therein stated to be on her information and belief and as to those matters she believes them to be true.



NOTARY PUBLIC:  
Sign amandaghowdeshell  
Print Amanda G Howdeshell

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14 AUG -4 AM 11:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**AFFIDAVIT OF  
ACCEPTANCE BY RESIDENT AGENT**

STATE OF FLORIDA       )  
COUNTY OF PINELLAS    )

I, THOMAS HARRIS, am over the age of 18 and have personal knowledge of the following:

1. I have read the Articles of Incorporation of MANGROVE INSURANCE, INC. and am named as resident agent therein.
2. I have read Sections 607.0501 and 48.091, Florida Statutes, and understand the duties of the resident agent.
3. I hereby accept the designation as resident agent of MANGROVE INSURANCE, INC. The registered agent's office is: 9952 Gandy Blvd North, St. Petersburg, Florida 33702.

FURTHER AFFIANT SAITH NOT.

  
THOMAS HARRIS

The foregoing instrument was acknowledged before me this 25 day of July, 2014 by THOMAS HARRIS, ( ) who is personally known to me, or ( ☒ ) who produced Florida Driver's License as identification.



NOTARY PUBLIC:  
Sign amandaghowdeshell  
Print Amanda G Howdeshell

State of Florida at Large (SEAL)  
My commission expires:

FILED  
14 AUG - 4 AM 11:27  
CLERK OF STATE  
TALLAHASSEE, FLORIDA