

P21000051533

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

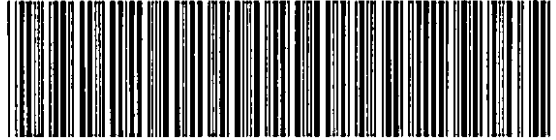
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

W211-KM

Office Use Only



700363525687

04/14/21--01003--006 **122.50

2021 APR 14 PM 4:37

FILED



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 19, 2021

BROOKE ADLER
800 2ND AVE S.
ST. PETERSBURG, FL 33704

SUBJECT: FAMILY SECURITY INSURANCE COMPANY, INC
Ref. Number: W21000071798

2021 JUN -1 PM 1:35

We have received your document for FAMILY SECURITY INSURANCE COMPANY, INC and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Sections 607.1113, 605.0203, 620.2104, and 620.8914, F.S., require the certificate of conversion to be signed by the converting entity as required by applicable law. If the converting entity is a corporation, the certificate of conversion must be signed by a chairman, vice chairman, officer, director, or an incorporator. If the converting entity is a limited liability company, the certificate of conversion must be signed by an authorized representative. If the converting entity is a general partnership or limited liability partnership, the certificate of conversion must be signed by a general partner. If the converting entity is a limited partnership or limited liability limited partnership, the certificate of conversion must be signed by all of the general partners. If the converting entity is another type of business entity, an authorized person must sign the certificate of conversion.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Tammi Cline
Regulatory Specialist II Supervisor

Letter Number: 821A00010667

2021 JUN -1 PM 4:33

ED

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Family Security Insurance Company, Inc.

Name of Resulting Florida Profit Corporation

The enclosed Articles of Conversion, Articles of Incorporation, and fees are submitted to convert the following eligible entity into a "Florida Profit Corporation" in accordance with ss. 607.11933 & 607.0202, F.S.

Please return all correspondence concerning this matter to:

BROOKE ADLER

Contact Person

Family Security Ins. Co., Inc.

Firm/Company

800 2nd Ave. S.

Address

St. Petersburg, FL 33704

City, State and Zip Code

badler@upcinsurance.com

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

For further information concerning this matter, please call:

Catherine Mea at (**727**) **895-7737**

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- ☐ \$105.00 Filing Fees ☐ \$113.75 Filing Fees ☐ \$113.75 Filing Fees ☒ \$122.50 Filing Fees,
and Certificate of and Certified Copy Certified Copy, and
Status Certificate of Status

Mailing Address:

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

Street Address:

New Filing Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Articles of Conversion
For
Converting Eligible Entity
Into
Florida Profit Corporation

The Articles of Conversion **and attached Articles of Incorporation** are submitted to convert the following **eligible business entity into a Florida Profit Corporation** in accordance with ss. 607.11933 & 607.0202, Florida Statutes.

1. The name of the Converting Entity immediately prior to the filing of the Articles of Conversion is:

Family Security Insurance Company, Inc. File-1589
Enter Name of the Converting Entity

2. The converting entity is a Corporation

(Enter entity type. Example: limited liability company, limited partnership, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Hawaii
(Enter state, or if a non-U.S. entity, the name of the country)

on 2012
Enter date "Converting Entity" was first organized, formed or incorporated.

3. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation**:

Family Security Insurance Company, Inc.
Enter Name of Florida Profit Corporation

4. This conversion was approved by the eligible converting entity in accordance with this chapter and the laws of its current/organic jurisdiction.

5. If not effective on the date of filing, enter the effective date: 4/2/2021
(The effective date: Cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

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.


2021 APR -1 PM 4:30

FILED

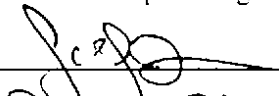
Signed this 7th day of April, 2021.

Required Signature for Florida Profit Corporation:

Signature of Director, Officer, or, if Directors or Officers have not been selected, an Incorporator:


Printed Name: Bennett Bradford Martz Title: Officer

Required Signature(s) on behalf of Converting Florida partnerships, limited partnerships, and limited liability companies: [See below for required signature(s).]

Signature: 
Printed Name: Scott St. John Title: Chief claims officer

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of **ALL** General Partners.

If Florida Limited Liability Company:

Signature of a Member or Authorized Representative.

All others:

Signature of an authorized person.

Fees:

Articles of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

2021 APR 14 PM 4:38

ED

ARTICLES OF INCORPORATION

OF

FAMILY SECURITY INSURANCE COMPANY, INC.

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, hereby adopt the following Articles of Incorporation:

ARTICLE I

Name of Corporation

The name of the Corporation shall be Family Security Insurance Company, Inc.

ARTICLE II

Address of Corporation

The principal place of business and mailing address of the Corporation shall be in Pinellas County at 800 2nd Ave. S., St. Petersburg, FL 33701, or at such other place as may be subsequently designated by the Board of Directors.

ARTICLE III

Nature of Business

The purpose of the Corporation is to transact the business of property and casualty insurance and any lawful business incidental thereto.

ARTICLE IV

Capital Stock

The aggregate number of shares which the Corporation is authorized to issue is 25,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$100 per share. The amount of paid-in capital and surplus with which the Corporation shall engage in the business of insurance shall be not less than that required by applicable law. All shares of the Corporation shall be sold for lawful money of the United States or equivalent United States Government Securities; provided, however, the consideration received as surplus of any shares may also consist of any type of securities in which this Corporation would be permitted to invest under applicable law.

ARTICLE V

Term of Existence

The Corporation shall exist perpetually.

ARTICLE VI

Registered Office & Agent

Pursuant to Section 624.422, Florida Statutes, the registered agent of the Corporation for service of process is designated by law to be the Chief Financial Officer 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.

ARTICLE VII

Incorporators

The Corporation shall have five incorporators, all of whom are United States citizens and all of whom are over the age of eighteen. The names and residence addresses of the incorporators are as follows:

Robert Daniel Peed	159 Manor Lake Estates Dr., Spring, TX 77379
Bennett Bradford Martz	4501 13 th Way Northeast, St. Petersburg, FL 33703
Christopher L. Griffith	333 W. Maritana Dr., St. Petersburg, FL 33706
Scott St. John	306 Delmar Terrace S., St. Petersburg, FL 33701
Christian Dittman	15340 Eagle Creek Way, Apple Valley, MN 55124

ARTICLE VIII

Directors

Section 1. The Corporation shall have the number of directors determined in the manner provided by the Bylaws, provided that the Corporation at all times shall have at least five directors, a majority of whom shall be United States citizens and all of whom shall be over the age of eighteen. The names and addresses of the directors, whose initial terms of office shall be one year after the date of incorporation, are as follows:

Robert Daniel Peed
Gregory C. Branch
Alec L. Poitevint II
Kern M. Davis, M.D.
Michael R. Hogan
William H. Hood III
Sherrill W. Hudson

Patrick F. Maroney
Kent G. Whittemore

Section 2. All corporate powers shall be exercised by or under the authority of the directors and the business and affairs of the Corporation shall be managed and administered pursuant to the policies adopted by the directors.

Section 3. The qualification, election and tenure of the directors shall be provided for in the By-Laws.

Section 4. A member of the Board of Directors is not personally liable for monetary damages to any person, including but not limited to the Corporation, for any statement, vote, decision, or failure to act, regarding the management or policies of the Corporation, by such director, unless:

- A. The director breached or failed to perform his duties as a director; and
- B. The director's breach of or failure to perform, his duties constitutes:

(1) A violation of the criminal law, unless the director had reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful. A final judgment or other final adjudication against a director in any criminal proceeding for violation of the criminal law stops that director from contesting the fact that his breach, or failure to perform, constitutes a violation of the criminal law; but does not stop the director from establishing that he had reasonable cause to believe that his conduct was lawful or had no reasonable cause to believe that his conduct was unlawful.

(2) A transaction from which the director derived an improper personal benefit, either directly or indirectly; or

(3) Recklessness or an act or omission which was committed in bad faith or with malicious purpose or in a manner exhibiting wanton and willful disregard of human rights, safety or property. For purposes of these articles of incorporation, the term "recklessness" means the acting, or omission to act, in conscious disregard of a risk:

(a) Known, or so obvious that it should have been known, to the director; and

(b) Known to the director, or so obvious that it should have been known, to be so great as to make it highly probable that harm would follow from such action or omission.

Section 5. Directors may be removed by the stockholders with or without cause.

ARTICLE IX

Indemnification

The Board of Directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE X

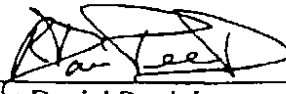
Participating Policies

Pursuant to Section 628.361, Florida Statutes, as amended from time to time, the Corporation may issue any or all of its policies with or without participation in profits, savings, or unabsorbed portions of premiums, may classify policies issued on a participating or non-participating basis, and may determine the right to participate and the extent of participation of any class or classes of policies.

201 JUN -1 PM 4:38

ED

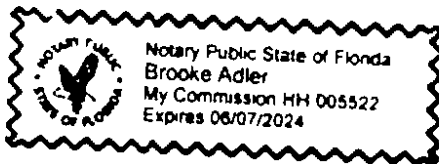
IN WITNESS WHEREOF, the Incorporators have affixed their signatures the day and year set forth below.


Robert Daniel Peed, Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

Sworn to (or affirmed) and subscribed before me, by means of X physical presence or ___ online notarization, this 2 day of April, 2021, by Robert Daniel Peed.

[SEAL]





Signature

Brooke Adler

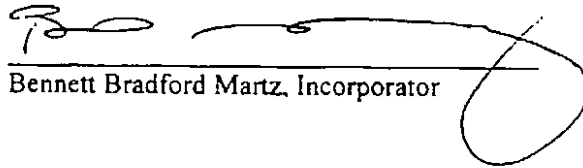
Name of Notary Typed, Printed, or Stamped

Personally Known X OR Produced Identification _____

Type of Identification Produced _____

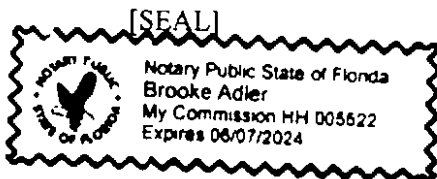
APR 1 2021 PM 4:38
FED


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


Bennett Bradford Martz, Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

Sworn to (or affirmed) and subscribed before me, by means of ☒ physical presence or ☐ online notarization, this 2 day of April, 2021, by Bennett Bradford Martz.




Signature

Brooke Adler
Name of Notary Typed, Printed, or Stamped

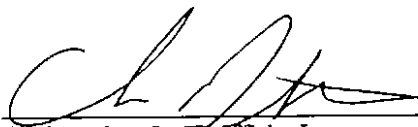
Personally Known ☒ OR Produced Identification _____

Type of Identification Produced _____

2021 JUN -1 PM 4:38

ED

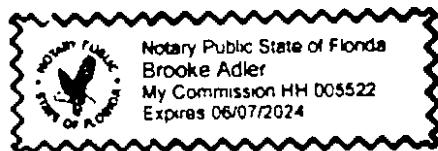
IN WITNESS WHEREOF, the Incorporators have affixed their signatures the day and year set forth below.


Christopher L. Griffith, Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

Sworn to (or affirmed) and subscribed before me, by means of X physical presence or online notarization, this 7 day of April, 2021, by Christopher L. Griffith.

[SEAL]




Signature

Brooke Adler
Name of Notary Typed, Printed, or Stamped

Personally Known X OR Produced Identification
Type of Identification Produced

2021 APR -1 PM 4:39

FILED

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

[Signature]
Scott St. John, Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

Sworn to (or affirmed) and subscribed before me, by means of X physical presence or online notarization, this 5 day of April, 2021, by Scott St. John.

[SEAL]




[Signature]
Signature

Brooke Adler
Name of Notary Typed, Printed, or Stamped

Personally Known X OR Produced Identification
Type of Identification Produced

2021 JUN -1 PM 4:39
ED

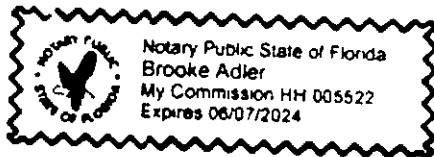
IN WITNESS WHEREOF, the Incorporators have affixed their signatures the day and year set forth below.


Christian Dittman, Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

Sworn to (or affirmed) and subscribed before me, by means of ☒ physical presence or ☐ online notarization, this 7 day of April, 2021, by Christian Dittman.

[SEAL]




Signature

Brooke Adler
Name of Notary Typed, Printed, or Stamped

Personally Known ☒ OR Produced Identification _____

Type of Identification Produced _____

2021 JUN -1 PM 4:38

ED