

P21000099803

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

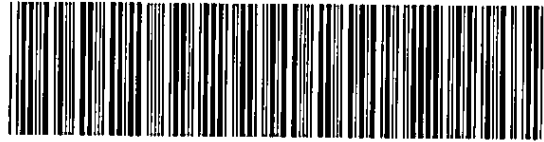
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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## COVER LETTER

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

SUBJECT: Vyrd 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      ☐ \$78.75  
Filing Fee      Filing Fee  
                    & Certificate of Status

☐ \$78.75      ☒ \$87.50  
Filing Fee      Filing Fee,  
& Certified Copy      Certified Copy  
                                    & Certificate of  
                                    Status

**ADDITIONAL COPY REQUIRED**

plus  
\$1.00  
for extra  
page on copy

\$88.50

FROM: Wes Strickland, Colodny Fass  
Name (Printed or typed)

\* will pick up when ready 850-321-3475  
Address

\_\_\_\_\_  
City, State & Zip

\_\_\_\_\_  
Daytime Telephone number

David.Howard@Vyrd.co

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  
VYRD INSURANCE COMPANY

OFFICE OF INSURANCE  
REGULATION  
NOV 29 2021  
LEGAL SERVICES OFFICE

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 Vyrd Insurance Company.

ARTICLE II

**Address of Corporation**

The principal place of business and mailing address of the Corporation shall be in Leon County at 541 E. Tennessee Street, Suite 123, Tallahassee, Florida, 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 50,000 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.

FILED  
2021 NOV 29 AM 10:04  
CLERK OF CIRCUIT COURT  
JANET L. STAFF

## 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:

1. David Evan Govrin: 12 Falmouth Street, Short Hills, NJ, USA, 07078
2. Ari Michael Chester: 6347 Phillips Avenue, Pittsburg, PA, USA, 15217
3. James William Dwane: 850 Nettlebrook Lane, Milton, GA, USA, 30004
4. David Mitchell Howard: 467 29<sup>th</sup> Ave. N, St. Petersburg, FL, USA, 33704
5. Robert Anthony Bauer: 521 Hillcrest Blvd., Millbrae, CA, USA, 94030

## 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:

1. David Evan Govrin: 12 Falmouth Street, Short Hills, NJ, USA, 07078
2. Ari Michael Chester: 6347 Phillips Avenue, Pittsburg, PA, USA, 15217
3. James William Dwane: 850 Nettlebrook Lane, Milton, GA, USA, 30004
4. David Mitchell Howard: 467 29<sup>th</sup> Ave. N, St. Petersburg, FL, USA, 33704
5. Robert Anthony Bauer: 521 Hillcrest Blvd., Millbrae, CA, USA, 94030

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.

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FILED

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.

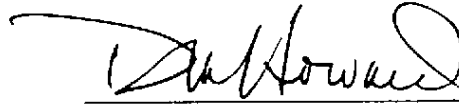
#### ARTICLE X

##### Participating Policies

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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.

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

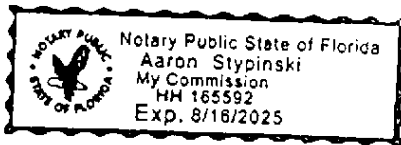


David Mitchell Howard, Incorporator

STATE OF Florida  
COUNTY OF Pinellas

Sworn to (or affirmed) and subscribed before me, by means of ☒ physical presence or ☐ online notarization, this 9 day of November, 2021, by David Howard.

[SEAL]



Signature

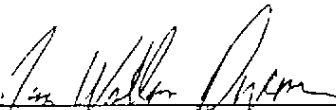
Aaron Stypinski

Name of Notary Typed, Printed, or Stamped

Personally Known \_\_\_\_\_ OR Produced Identification X

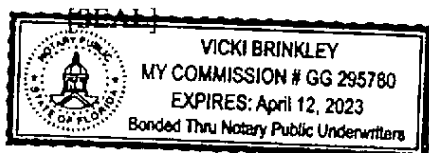
Type of Identification Produced Florida DL

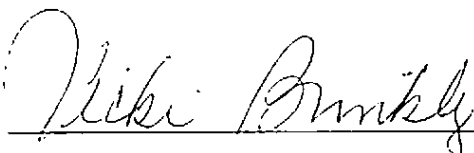
IN WITNESS WHEREOF, the Incorporators have affixed their signatures the day and year set forth below.

  
James William Dwane, Incorporator

STATE OF Florida  
COUNTY OF Leon

Sworn to (or affirmed) and subscribed before me, by means of ☒ physical presence or ☐ online notarization, this 10 day of November 2021, by James Dwane



  
Signature

\_\_\_\_\_  
Name of Notary Typed, Printed, or Stamped

Personally Known \_\_\_\_\_ OR Produced Identification ☒



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

[Signature] 11/19/21  
David Evan Govrin, Incorporator

STATE OF New Jersey  
COUNTY OF Essex

Sworn to (or affirmed) and subscribed before me, by means of ☒ physical presence or ☐ online notarization, this 19 day of November, 2021, by Susan Gross.

[SEAL]

Susan M. Gross

Signature

Susan M Gross

Name of Notary Typed, Printed, or Stamped

BUSAN MIRIAM GROSS  
NOTARY PUBLIC OF NEW JERSEY  
My Commission Expires 12/21/26

BUSAN MIRIAM GROSS  
NOTARY PUBLIC OF NEW JERSEY  
My Commission Expires 12/21/26

Personally Known ✓ OR Produced Identification ✓

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

Robert A. Bauer

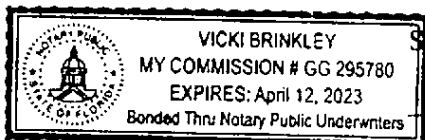
Robert Anthony Bauer, Incorporator

STATE OF Florida  
COUNTY OF Leon

Sworn to (or affirmed) and subscribed before me, by means of ☒ physical presence or ☐ online notarization, this 10 day of November, 2021, by Robert Bauer

[SEAL]

Vicki Brinkley




Signature

Name of Notary Typed, Printed, or Stamped

Personally Known \_\_\_\_\_ OR Produced Identification ✓

Type of Identification Produced New York Drivers License

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


  
Ari Michael Chester, Incorporator

STATE OF Pennsylvania  
COUNTY OF Allegheny

Sworn to (or affirmed) and subscribed before me, by means of ☒ physical presence or ☐ online notarization, this 19 day of November, 2021, by Aaron Gibson Jr.

[SEAL]

Commonwealth of Pennsylvania - Notary Seal  
AARON GIBSON JR., Notary Public  
Allegheny County  
My Commission Expires August 12, 2024  
Commission Number 1376972

  
Signature  
Aaron Gibson Jr

Name of Notary Typed, Printed, or Stamped

Personally Known \_\_\_\_\_ OR Produced Identification ✓

Type of Identification Produced PA Driver's license