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To: Division of Corporations  
Fax Number : (850)617-6381

From: Account Name : NASON, YEAGER, GERSON, WHITE & LIOCE, P.A.  
Account Number : 073222003555  
Phone : (561)686-3307  
Fax Number : (561)290-1590

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

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Frost Group Inc.

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**ARTICLES OF INCORPORATION  
OF  
FROST GROUP INC.**

**Article I - Name**

The name of this corporation is Frost Group Inc. (the "Company").

**Article II - Principal and Mailing Address**

The principal and mailing address of the Company is:

4400 Biscayne Blvd., 12<sup>th</sup> Floor  
Miami, FL 33137  
Attention: Jerry Jacobs

**Article III - Commencement**

The Company shall commence on the date of execution and acknowledgement of these Articles.

**Article IV - Duration**

The Company shall exist perpetually, unless sooner dissolved according to law.

**Article V - Purpose**

The Company is organized for the purpose of transacting any or all lawful business.

**Article VI - Capital Stock**

The maximum number of shares of capital stock which the Company is authorized to issue is 200 shares of common stock, no par value.

**Article VII - Initial Registered Office and Agent**

The street address of the initial registered office of the Company is 3001 PGA Boulevard, Suite 305, Palm Beach Gardens, FL 33410, and the name of the initial registered agent at that address is Nason, Yeager, Gerson, Harris & Fumero, P.A.

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**Article VIII - Initial Board of Directors**

The Company shall have a Board of Directors (the "Board") consisting of three directors. The number may be either increased or diminished from time to time by resolution of the Board and as provided in the bylaws.

**Article IX - Incorporator**

The name and address of the person signing these articles is:

Michael D. Harris, Esq.  
3001 PGA Boulevard, Suite 305  
Palm Beach Gardens, FL 33410

**Article X - Bylaws**

The power to adopt, alter, amend or repeal bylaws shall be vested in both the Board and the shareholders.

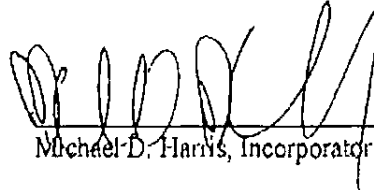
**Article XI - Indemnification**

Subject to the qualifications contained in Section 607.0851, Florida Statutes, the Company shall indemnify its officers and directors and former officers and directors (the "Indemnitee(s)") against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement arising out of his or her services as an officer or director of the Company. Notwithstanding the indemnification provided for by this Article XI, the Company's bylaws, or any written agreement, such indemnity shall not include any expenses, liabilities or losses incurred by such Indemnitee(s) relating to or arising from any proceeding in which the Company asserts a direct claim (as opposed to a shareholders' derivative action) against the Indemnitee(s), whether such claim by the Company is termed a complaint, counterclaim, crossclaim, third-party complaint or otherwise.

**Article XII - Amendment**

The Company reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 28<sup>th</sup> day of August, 2024.


  
Michael D. Harris, Incorporator

**ACCEPTANCE OF APPOINTMENT  
OF  
REGISTERED AGENT**

I hereby accept the appointment as Registered Agent of Frost Group Inc. contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

Dated: August 28, 2024

Nason, Yeager, Gerson, Harris & Fumero, P.A.

  
Michael D. Harris, Director  
Registered Agent

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