

Lance Andrews

Attorney At Law

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Suite 1406 Plaza Tower
111 2nd Avenue N.E.
St. Petersburg, FL 33701

June 21, 1995

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation
North American Premium Corporation

Dear Sir:

Enclosed please find original and one copy of Articles of Incorporation for North American Premium Corporation, Certificate Designating Place of Business for Service of Process, and my firm check in the amount of \$122.50 for payment of the filing fee. Please return a certified copy of the Articles of Incorporation to this office.

If you have any questions or requests, please feel free to contact me at (813) 867-0011.

Very truly yours,



Lance Andrews, Esquire

Enclosures

DMC 6/28/95

FILED
95 JUN 26 PM 12:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
NORTH AMERICAN PREMIUM CORPORATION**

FILED
95 JUN 26 PM 12:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is North American Premium Corporation.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The purpose for which the corporation is organized is to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

STOCK

The aggregate number of shares which the corporation has authority to issue is 10,000 shares, all of which shall be common

shares with a par value of \$.50.

ARTICLE FIVE

PRINCIPAL OFFICE

The principal office of the Corporation is 4912 East Hillsborough Avenue, Tampa, Florida.

ARTICLE SIX

REGISTERED OFFICE

The street address of the initial registered office of this corporation is 2828 66th Terrace South, St. Petersburg, Florida, and the name of the initial registered agent of this corporation at that address is Lance Andrews.

ARTICLE

SEVEN DIRECTORS

The board of directors of the corporation shall consist of not less than three (3) members nor more than ten (10) members, and may be changed from time to time in accordance with the By-laws of the corporation.

The initial board of directors shall consist of three (3) members, and the names and addresses of the first board of directors are:

<u>Names</u>	<u>Addresses</u>
Steven A. Cuculich	4912 East Hillsborough Avenue Tampa, Florida

Rogers P. Freedland, Jr. 30 Stirrup Cup Court

St. Charles, Illinois

William Mette, Jr.

3751 North Mission Hills Road

Northbrook, Illinois

ARTICLE EIGHT

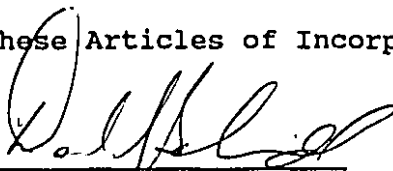
INCORPORATOR

The name and address of the incorporator is Dan J. Schwindt of 2828 66th Terrace South, St. Petersburg, Florida.

ARTICLE NINE

COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence on the date of the filing of these Articles of Incorporation



INCORPORATOR

STATE OF FLORIDA

COUNTY OF PINELLAS

On this 21st day of June, 1995 before me, a notary public in and for the State of Florida, the undersigned officer, personally appeared Dan J. Schwindt, known to me to be the person whose name

is subscribed to the within instrument, and acknowledged that he executed the same for the purpose therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal this the 21st day of June, 1995.



Notary Public
State of Florida At Large

My Commission Expires:



FILED

CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

95 JUN 26 PM 12:37

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

That North American Premium Corporation, desiring to organize under the laws of the State of Florida with its principal office as indicated in the ARTICLES OF INCORPORATION, at the City of St. Petersburg, County of Pinellas, State of Florida, has named Lance Andrews of 2828 66th Terrace South, St. Petersburg, Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act relating to keeping open said office.

DATED this 21st day of June, 1995.



Registered Agent