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TAMPA, FL 33601  
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ARTICLE 11.01

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ORDER DATE: JULY 18, 1995

ORDER TIME: 10:01 AM

ORDER NO: 14704

CUSTOMER NO: 041004

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\*\*\*\*122.50 \*\*\*\*123.50

CUSTOMER: WILLIAM W. CHASTAIN, JR.  
WILLIAM W. CHASTAIN, JR.

P. O. BOX 212

Tampa, FL 33601

DOMESTIC FILING

NAME: COOPER INSURANCE SERVICES,  
INC.

XXX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: COOPER INSURANCE SERVICES

EXAMINER INITIALS

T. BROWN JUL 18 1995

FILED  
JUL 18 1995  
TAMPA, FL 33601

ARTICLES OF INCORPORATION  
OF  
COOPER INSURANCE SERVICES, INC.

FILED  
27 JUL 1974  
TAMPA, FL  
11:11 AM

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The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation, being a natural person competent to contract, for the purpose of forming a corporation for profit under the laws of the State of Florida.

ARTICLE I

Name of Corporation and Location

The name of this corporation shall be COOPER INSURANCE SERVICES, INC., and its corporate headquarters shall be 3809 E1 Prado Blvd., Tampa, FL 33629.

ARTICLE II

Purpose and General Nature

The general nature of the business to be transacted by this corporation shall be any activity or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE III

Term of Existence

This corporation shall have perpetual existence.

#### ARTICLE IV

A. The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 1000 shares of common stock with a par value of .01¢ per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in other property (tangible or intangible), or in labor or services actually performed for this corporation, at a fair valuation to be fixed by the Board of Directors, when issued, all shares of stock shall be fully paid and non-assessable.

B. In the election of directors of this corporation, there shall be no cumulative voting of the stock entitled to vote at such election.

#### ARTICLE V

##### Initial Capital

The minimum amount of capital with which this corporation shall begin business is \$500.00.

#### ARTICLE VI

##### Initial Registered Office and Agent

The initial Registered Agent of this corporation shall be William W. Chastain, Esq., One Tampa City Center, Suite 3400, 201

N. Franklin Street, Tampa, Florida 33602. The initial address of the corporation shall be 3809 El Prado Blvd., Tampa, Florida 33629. This corporation shall have the right to change such registered office and such Registered Agent from time to time, as provided by law.

#### ARTICLE VII

##### Board of Directors

The Board of Directors of this corporation shall consist of not less than one (1) nor more than fifteen (15), the exact number of directors to be fixed from time to time by the stockholders or the by-laws. The business and affairs of this corporation shall be managed by a Board of Directors which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders. A quorum for the transaction of business at meetings of the directors shall be a majority of the number of directors determined from time to time to comprise the Board of Directors, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Subject to the by-laws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office at any time with or without cause.

ARTICLE VIII

Initial Board of Directors

The initial Board of Directors shall consist of one (1) member, said member to hold office until successors have been duly elected and qualified. The name of the initial director is: Terry Cooper, whose address is: 3809 El Prado Blvd., Tampa, Florida 33629.

ARTICLE IX

Officers and Stockholders

The names of the officers who are to serve until the first election of officers are as follows:

TERRY COOPER - President

TERRY COOPER - Vice President

TERRY COOPER - Secretary/Treasurer

The initial stockholder of the corporation and its respective percentage is: COOPER INSURANCE SERVICES, INC. - 100% stockholder.

ARTICLE X

Incorporator

The name and address of the person signing these Articles of Incorporation is:

Terry Cooper  
3809 El Prado Blvd.  
Tampa, FL 33629

ARTICLE XI  
By-Laws

The Board of Directors of this corporation may provide such By-Laws for the conduct of the business of this corporation, and the carrying out of its purpose as they may deem necessary from time to time.

The By-Laws of this corporation may be amended, altered, or rescinded by a two-thirds (2/3) vote of the majority of the members of the Board of Directors present at any regular or special meeting called for that purpose on sixty (60) days notice to each member of the Board of Directors, which notice may be individually waived by each.

ARTICLE XII

Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereinafter prescribed by Statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on this 17<sup>th</sup> day of July, 1995.

  
TERRY COOPER

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, this day personally appeared TERRY COOPER, personally known by me, and who being by me first duly sworn, deposes and says that she executed the foregoing Articles of Incorporation on this 17<sup>th</sup> day of July, 1995, as her free act and deed and in the representative capacity herein mentioned.

Jane S. Anello  
NOTARY PUBLIC

My Commission Expires:




COOPER INSURANCE SERVICES, INC.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

WILLIAM W. CHASTAIN, ESQ., having been named as Registered Agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity.

DATED: July 17, 1995.

  
WILLIAM W. CHASTAIN  
Registered Agent  
One Tampa City Center  
Suite 3400  
201 N. Franklin Street  
Tampa, FL 33602