

P95000071961

1st Star Premium Finance Corporation
2410 Avenue D
Fort Pierce, Florida 34950
407-461-1010

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

SEP 16 1995
DIVISION OF CORPORATIONS
***131.25 ***131.25

Subject: 1st STAR PREMIUM FINANCE CORPORATION

Enclosed in an original and two (2) copies of the Articles of
Incorporation and a money order for:

131.25
Filing Fee,
Certified Copy
& Certificate

W95-17735

From: Vernon M. Dixon
2410 Avenue D
Fort Pierce, Florida 34950
407-461-1010

SEP 16 1995
DIVISION OF CORPORATIONS
95 SEP 16 PM 4:00



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 5, 1995

VERNON M. DIXON
2410 AVENUE D
FT. PIERCE, FL 34950

SUBJECT: 1ST STAR PREMIUM FINANCE CORPORATION
Ref. Number: W95000017735

We have received your document for 1ST STAR PREMIUM FINANCE CORPORATION and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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 (904) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 095A00040918

ARTICLES OF INCORPORATION
of
1st STAR PREMIUM FINANCE CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 18 PM 4:00

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby presents these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of a corporation for profit.

ARTICLE I
NAME OF CORPORATION

The name of the corporation shall be: 1st STAR
PREMIUM FINANCE CORPORATION.

ARTICLE II
GENERAL NATURE OF BUSINESS

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all things herein mentioned as fully and to the same extent as natural persons might or could do, viz:

To establish, maintain, conduct, and operate a premium finance company; to sell, purchase and exchange premium finance agreements of any nature excluding life insurance premiums.

The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from extending its activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable or desirable for the furtherance of the corporate objectives expressed above.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is ten thousand (10,000) shares of common stock, having a nominal par value of one (1.00) dollar per share.

ARTICLE IV
INITIAL CAPITAL

The amount of capital with which this corporation may begin business is Five Hundred (500) Dollars.

ARTICLE V
CORPORATE EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE VI
REGISTERED OFFICE

The street address and mailing address of the initial registered office of this corporation in the State of Florida is: 2410 Avenue D, Fort Pierce, Florida 34950. The board of directors may from time to time move the registered office to any other address in Florida. The registered office will also serve as the principal office of 1st STAR PREMIUM FINANCE CORPORATION.

ARTICLE VII
DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one.

ARTICLE VIII
INITIAL DIRECTORS

The name and street address of the member of the first Board of Directors is:

| <u>NAME</u> | <u>ADDRESS</u> |
|-----------------|--|
| VERNON M. DIXON | 10930 Pinecreek Lane Port St. Lucie, FL 34986 |

ARTICLE IX
OFFICERS

The officers of this corporation shall be a president, vice-president, a secretary and a treasurer, and such other officers and agents as may be deemed necessary. All officers, agents and factors as may be deemed necessary shall be chosen in such manner, hold their offices for such terms and have such powers and duties as may be prescribed by the by-laws or determined by the Board of Directors. Any person may hold two or more offices.

ARTICLE X
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI
AGREEMENTS

The corporation or the stockholders may include in their agreement between themselves the following valid matters of agreement:

- (a) any limitations or restraints upon the transferability, alienation or assignment of stock;
- (b) any limitation or restraint upon the encumbrance or pledge of stock;
- (c) any agreements conferring pre-emptive right of purchase upon stockholders as conditions precedent to the sale of any stock;
- (d) management agreements or other employment agreements with persons who may or may not be stockholders; and
- (e) any and all such other agreements as may be reasonably necessary in the ownership, conduct or furtherance of the business of the corporation and to implement the said agreement by by-laws of the corporation.

ARTICLE XII
REGISTERED AGENT

1st STAR PREMIUM FINANCE CORPORATION, desiring to organize under the laws of the State of Florida with its registered office as indicated in these Articles of Incorporation, has named VERNON M. DIXON as its registered agent within the State. The street address of the business office of said registered agent is 2410 Avenue D, Fort Pierce, Florida 34950.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and acknowledged and filed in the office of the Secretary of State the foregoing Articles of Incorporation. This 28th day of August, 1995.

Vernon M. Dixon (seal)

STATE OF FLORIDA
COUNTY OF ST. LUCIE

I HEREBY CERTIFY that on the 28th day of August, 1995, personally came and appeared before me, the undersigned authority, VERNON M. DIXON, to me well known and well known to me to be the person described in the foregoing Articles of Incorporation, and he acknowledged the same as his act and deed for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on the day and year above written.



BARBARA A. HALL
My Comm Exp. 6/6/98
Bonded By Service Inc
No. CC379323
L/Presumably Known 110000 L.B.

Barbara A. Hall

Notary-Public
My commission Expires: 6/6/98

I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Vernon M. Dixon
Vernon M. Dixon

95 SEP 18 PM 4:00
SECRETARY OF STATE
DIVISION OF CORPORATIONS