

P96000014324

MICHAEL R. TILLEY  
ATTORNEY AT LAW  
NATIONHANK BLDG. • SUITE 208  
2000 CHADLER ROAD  
BOCA RATON, FLORIDA 33481

TELEPHONE  
(407) 898-5707

FACSIMILE  
(407) 898-0700

900001712499  
-02/12/96--01070--001  
\*\*\*\*122.50 \*\*\*\*122.50

February 8, 1996

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: GREENWICH GROUP OF FLORIDA, INC.

Enclosed are the original and one copy of the articles of incorporation for the above-named proposed Florida corporation, along with the registered agent's acceptance. Also enclosed is a check in the amount of \$122.50, representing the fees for filing and a certified copy.

Thank you for your assistance in this matter.

Sincerely,

  
Michael R. Tilley

MRT/dj

FILED  
05 FEB 12 PM 1:09  
TALLAHASSEE, FLORIDA

SN FEB 15 1996

c:\CLIENT\VILLARI\GGF.INC\STATE.LTR

**ARTICLES OF INCORPORATION  
OF  
GREENWICH GROUP OF FLORIDA, INC.**

**FILED**  
96 FEB 12 PM 1:09  
TALLAHASSEE, FLORIDA

**ARTICLE I. CORPORATE NAME**

The name of this corporation is GREENWICH GROUP OF FLORIDA, INC.

**ARTICLE II. PRINCIPAL OFFICE**

The mailing address of this corporation is 800 Fairway Drive, Deerfield Beach, Florida 33431.

**ARTICLE III. CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000.

**ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE**

The name and address of the initial registered agent are Michael R. Tilley, 2000 Glades Road, Suite 208, Boca Raton, Florida 33431.

**ARTICLE V. INCORPORATORS**

The name and street address of the incorporator to these articles of incorporation are Michael R. Tilley, 2000 Glades Road, Suite 208, Boca Raton, Florida 33431.

The undersigned has executed these articles of incorporation on February 8, 1996.

  
Michael R. Tilley

#### **DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT**

Pursuant to the provisions of F.S.607.0501, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is **GREENWICH GROUP OF FLORIDA, INC.**
2. The name of the registered agent is Michael R. Tilley.
3. The address of the registered agent/registered office is 2000 Glades Road, Suite 208, Boca Raton, Florida 33431.

#### **Acceptance**

Having been named as registered agent and designated to accept service of process for the above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
Michael R. Tilley

Date: February 8, 1996

**FILED**  
55 FEB 12 PM 1:10  
TALLAHASSEE, FLORIDA

P96000014324

MICHAEL R. TILLEY  
ATTORNEY AT LAW  
NATIONSBANK BUILDING • SUITE 200  
2000 GLADES ROAD  
BOCA RATON, FLORIDA 33431

TELEPHONE  
(800) 808-0707

FACSIMILE  
(800) 808-0708

March 21, 1997

**VIA FEDERAL EXPRESS**

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Amendments to Articles of Incorporation  
Villari Insurance Group, Inc.  
Greenwich Group of Florida, Inc.

100002125731--S  
-03/24/97--01115--004  
\*\*\*\*\*87.50 \*\*\*\*\*43.75

Dear Division of Corporations:

Please find enclosed Articles of Amendment for Villari & Associates, Inc., changing the name of the corporation to Villari Insurance Group, Inc. Also enclosed is a resolution adopted by the sole director and shareholder of Villari Insurance Group, Inc., authorizing the name change and releasing the name Villari Insurance Group, Inc., to Greenwich Group of Florida, Inc.

Also enclosed are articles of amendment for Greenwich Group of Florida, Inc. changing the name of the corporation to Villari Insurance Group, Inc.

My check number #3533 in the amount of \$87.50 is enclosed for the filing of the amendments and the return to this office of certificates of status on each corporation subsequent to the name changes.

Thank you for your cooperation.

Very truly yours,



Michael R. Tilley

MRT/dj  
Enclosure  
cc: Villari Insurance Group, Inc.

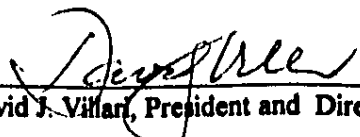
C:\CLIENT\VILLARI\DIV-CORP.05

SH 3/27

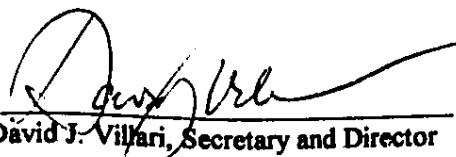
FILED  
97 MAR 24 AM 10:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT  
OF  
A FLORIDA BUSINESS CORPORATION**

1. The name of this corporation is: **GREENWICH GROUP OF FLORIDA, INC.**
2. The text of the amendment adopted is as follows:  
  
**ARTICLE I**, of the Articles of Incorporation is hereby amended to read as follows:  
  
**The name of this corporation is VILLARI INSURANCE GROUP, INC.**
3. The amendment was adopted on March 18, 1997.
4. The amendment was approved unanimously by both the Shareholders and the Board of Directors of the Corporation.

  
\_\_\_\_\_  
David J. Villari, President and Director

Attest:

  
\_\_\_\_\_  
David J. Villari, Secretary and Director

FILED  
97 MAR 24 AM 10:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA