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9-11-96



Deborah Jacobson

305 576-5049

STEVENS BALLETTTE JACOBSON

2125 DISCAYNE BLVD STE 350

MIAMI

FL 3 3 1 3 7

Office Use Only

(S), (if known):

1. Fidelis Insurance, Inc.

(Corporation Name)

(Document #)

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2.

(Corporation Name)

(Document #)

3.

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(Document #)

4.

(Corporation Name)

(Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

| NEW FILINGS | |
|-------------------------------------|-------------------|
| <input checked="" type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|--|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/ Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/ QUALIFICATION | |
|--------------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

FILED
05 SEP 12 PM 12:39
STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

FILED

95 SEP 12 11 12:39

ARTICLE I - NAME:

STATE OF FLORIDA

The name of this corporation is: FIDELIS INSURANCE, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State

ARTICLE III - PURPOSE:

This corporation is organized for the purpose of transacting any or all lawful business

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$5.00 par value common stock which shall be designated "Common Shares"

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENTS

The street address of the initial registered office of this corporation is 2125 Biscayne Blvd., Suite 350, Miami, Florida 33137, and the name of the initial registered agent of this corporation at that address is DEBORAH BALLEHETTE-JACOBSON.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By Laws. The

name(s) and address (es) of the initial Board of Directors of this Corporation is (are)

| <u>NAME</u> | <u>ADDRESS</u> |
|----------------------------|--|
| Deborah Ballietto-Jacobson | 115 East Rivo Alto Drive, Miami Beach, Florida 33139 |

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is

| <u>NAME</u> | <u>ADDRESS</u> |
|----------------------------|---|
| Deborah Ballietto-Jacobson | 115 East Rivo Alto Drive, Miami Beach Florida 33139 |
| Paolo Giurato | 752 Euclid Avenue, #9, Miami Beach, Florida 33139 |


ARTICLE IX - INDEMNIFICATION


The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and right conferred upon the shareholders is subject to this reservation

IN WITNESS WHEREOF, the undersigned subscribers has executed these Articles of Incorporation this 6th day of September, 1996


DEBORAH BALLIETTE-JACOBSON


PAOLO GIURATO

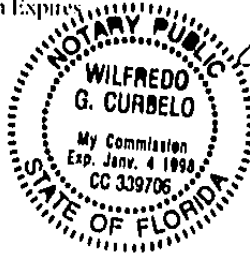
STATE OF FLORIDA

COUNTY OF DADE

Before me a Notary Public authorized to take acknowledgments in the State and County set forth above personally appeared DEBORAH BALLEW HARRISON and PAUL COCHRAN known to be, and known personally to me to be, the person who did take an oath and acknowledged and executed the foregoing Articles of Incorporation

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 6TH day of SEPTEMBER 1996

My Commission Expires



Name _____

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE
COMMISSION NO _____

FILED

CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED

96 SEP 12 PM 12:39

CLERK OF THE COURT
TALLAHASSEE, FLORIDA

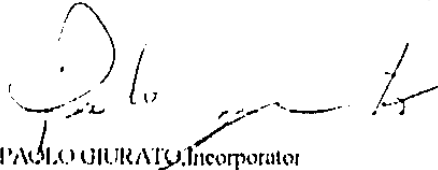
In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted

FIRST the *Fidelis Insurance, Inc.*, desiring to organize or
qualify under the laws of the State of Florida, with its principal place of business at 2125 Biscayne Blvd.,
Suite 350, Miami, Florida 33137, has named DEBORAH BALLIETTE-JACOBSON, 2125 Biscayne Blvd.,
Suite 350, Miami, Florida 33137, as its agent to accept service of process within Florida

Dated *Sept. 6, 1996*



DEBORAH BALLIETTE-JACOBSON, Incorporator



PAOLO GIURATO, Incorporator

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 I further agree to comply with the
provisions of all statutes relative to the proper performance of my duties

