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September 13, 1996

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

1100001 SEP 13 1996  
-03/18/96--01076--004  
\*\*\*122.50 \*\*\*122.50

Dear Sirs:

Enclosed herein please find the following for filing with your office:

1. Articles of Incorporation of Republic Insurance Agency, Inc.
2. Check in the amount of \$122.50

If these meet with your approval please return a certified copy of the Articles in the self-addressed stamped envelope enclosed. If you have any questions, please feel free to call or write.

Very truly yours,

Christopher M. Hunter  
General Counsel

CMH/IT  
enclosures

FILED  
96 SEP 18 AM 9:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

7-19-96  
KR

## ARTICLES OF INCORPORATION

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96 SEP 18 AM 9:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Republic Insurance Agency, Inc. a corporation organized and existing under the laws of the State of Florida, in accordance with Statute 607 0202, Florida Statutes, 1995, hereby adopts the following Articles of Incorporation:

### Article I

The name of the corporation shall be Republic Insurance Agency, Inc. and the initial principal office shall be at 111 Second Avenue, N.E., in the City of St. Petersburg, County of Pinellas, State of Florida.

### Article II

This corporation is to exist perpetually.

### Article III

The general nature of the business to be transacted by this corporation shall be: To engage in any activity or business permitted under the laws of the United States and of the State of Florida and to carry out said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

### Article IV

The authorized capital stock of the corporation shall consist of 10,000 shares (when fully issued) of \$2.00 par value common stock.

### Article V

The business and affairs of this corporation shall be managed and conducted by a Board of Directors, all as more fully set forth in the by-laws of the corporation.

### Article V

The names and addresses of the individuals who will serve as initial Directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified are as follows:

John W. Fischer, Jr.  
111 Second Avenue, N.E.  
St. Petersburg, FL 33701

William H. Falzone  
111 Second Avenue, N.E.  
St. Petersburg, FL 33701

Richard Funsch  
111 Second Avenue, N.E.  
St. Petersburg, FL 33701

Christopher M. Hunter  
111 Second Avenue, N.E.  
St. Petersburg, FL 33701

James Potasky  
111 Second Avenue, N.E.  
St. Petersburg, FL 33701

#### Article VI

The name and address of the incorporator is as follows:

Christopher M. Hunter  
111 Second Avenue, N.E.  
St. Petersburg, FL 33701

#### Article VII

The Articles of Incorporation of this corporation may be amended as provided by law.

#### Article VIII

Holders of common stock shall have no preemptive rights.

#### Article IX

The street address of the corporation's initial registered office and the name of its initial registered agent is as follows:

Christopher M. Hunter  
111 Second Avenue, N.E.  
St. Petersburg, FL 33701

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal and subscribed to these Articles of Incorporation at St. Petersburg, Pinellas County, Florida this 13 day of September, 1996.

  
Christopher M. Hunter, Incorporator

ACKNOWLEDGEMENT

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 13 day of September, 1996, by Christopher M. Hunter individually. He is personally known to me.



LAUREN F. FEINGOLD  
My Commission CG3603111  
Expires Mar. 30, 1998  
Bonded by HAI  
800-422-1555

  
Notary Public  
My Commission Expires:

ACKNOWLEDGEMENT OF RESIDENT AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in the above Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of Florida law relative hereto.

  
Christopher M. Hunter, Registered Agent

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TALLAHASSEE, FLORIDA