

P96000080941

LAMONT WYNN
 Requestor's Name
 P.O. Box 10615
 Address
 Tallahassee FL 32312
 City/State/Zip
 96 OCT -1 AM 8:08
 DIVISION OF CORPORATIONS
 Phone #

DIVISION OF CORPORATIONS
 96 OCT -1 AM 9:08

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. FLORIDA HOTEL-MOTEL INSURANCE COMPANY
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

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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

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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

John Dunphy
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 10-1

Examiner's Initials	
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 22, 1996

A. LAMONT WYNN
P.O. BOX 10615
TALLAHASSEE, FL 32302

The name FLORIDA HOTEL - MOTEL INSURANCE COMPANY has been reserved for 120 days beginning August 22, 1996. The reservation number is R96000004012 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Ruth Leonard

Letter number: 396A00039927

ARTICLES OF INCORPORATION
OF
FLORIDA HOTEL-MOTEL INSURANCE COMPANY

The undersigned incorporators to these Articles Incorporation, natural persons over the age of eighteen years, competent to contract and all of whom are citizens of the United States of America, hereby form a domestic non-assessable mutual insurer under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation shall be FLORIDA HOTEL-MOTEL INSURANCE COMPANY.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business of the corporation shall be in Duval County, Florida and its mailing address shall be:

9485 Regency Square Boulevard
Suite 415
Jacksonville, Florida 32225

ARTICLE III

NATURE OF BUSINESS

The corporation is being formed to accept and retain all of the assets and liabilities of the Florida Hotel-Motel Self Insurers Fund (the "Fund"), which was established in 1954 under the provisions of Chapter 440, Florida Statutes (now Section 624.4621, Florida Statutes), pursuant to a plan of reorganization adopted pursuant to Florida Statutes, Chapter 628.161(6) (1995); and, to initially provide workers' compensation insurance to the hospitality industry. The corporation may provide other lines of property and casualty insurance in the future upon the approval of the Florida Department of Insurance.

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ARTICLE IV

MEMBERS

Each policyholder of the corporation or policyholders of the Fund whose assets and liabilities were assumed by the corporation pursuant to Section 628.161(6)(1995), Florida Statutes, whether individual, public or private corporation, board, association, firm, estate, trustee or fiduciary, other than holders of contracts of reinsurance, shall be a member of the corporation. Each member shall be entitled to one vote at the meetings of the members for each policy of insurance in force on the appropriate date as determined by the bylaws.

ARTICLE V

CONTINGENT LIABILITY

No member shall have any contingent liability as to any non-assessable policy issued pursuant to Chapter 628.341, Florida Statutes. The corporation will not issue any assessable policies.

ARTICLE VI

TERM OF EXISTENCE

The corporation shall exist perpetually.

ARTICLE VII

BOARD OF DIRECTORS

Section 1. The corporation shall have eight (8) initial directors. Thereafter, the number of directors shall be as set forth in the bylaws, which shall not be less than five (5). The directors shall be United States citizens over the age of 18. The initial board of directors shall be appointed by the incorporators of the corporation. The term of office of the initial directors shall be for one (1) year from the date of incorporation or until the first annual meeting of the members, whichever shall first occur. Thereafter, the term of office shall be as set forth in the bylaws but shall not exceed three (3) years. Subsequent terms of office of the directors shall be provided for in the bylaws of the corporation.

The initial Board of Directors and its initial officers shall consist of:

James E. Brock

Chairman - Director

William Bond, Jr.	Vice Chairman - Director President Chief Executive Officer
Ruel L. Bradley, Jr.	Treasurer - Director
Mary Ann Richardson	Secretary - Director
George D. Gabel, Jr.	Assistant Secretary - Director
Jack B. Healan, Jr.	Assistant Treasurer - Director
Ralph Gimel	Director
Joseph G. Seay	Director

Section 2. Directors may be removed only for cause.

ARTICLE VIII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 76 South Laura Street, Suite 1600, Jacksonville, Florida 32202, and the name of the initial registered agent of this corporation at that address is George D. Gabel, Jr., who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open to receive service of process from the Treasurer and Insurance Commissioner of the State of Florida.

ARTICLE IX

AMENDMENTS

These Articles may be amended by a vote of a majority of those members present or represented by proxy at a lawful meeting of members, provided the meeting notice given to members included a notice of the proposal to amend.

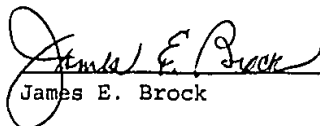
ARTICLE X

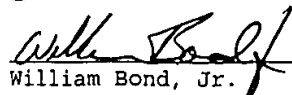
INCORPORATORS

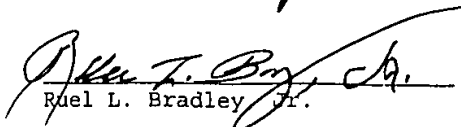
The names and residence street addresses of the incorporators, all of whom are over the age of eighteen and all of whom are United States citizens are:

<u>Name</u>	<u>Address</u>
James E. Brock	71 Water Street St. Augustine, FL 32084
William Bond, Jr.	4695 Alisa Circle NE St. Petersburg, FL 33703
Ruel L. Bradley, Jr.	721 Pelican Bay Drive Daytona Beach, FL 32119
George D. Gabel, Jr.	1850 Shadowlawn Street Jacksonville, FL 32205
Ralph Gimel	3788 S. E. 45th Place Ocala, FL 34480
Jack B. Healan, Jr.	6 Harrison Creek Road Amelia Island, FL 32034
Mary Ann Richardson	1225 S. Peninsula Drive Daytona Beach, FL 32118
Joseph G. Seay	4617 Ortega Boulevard Jacksonville, FL 32210
Earl R. Thomas	3915 Brookdale Court Jacksonville, FL 32277
Suzanne M. Judas	2310 Oceanforest Drive W. Atlantic Beach, FL 32233

IN WITNESS WHEREOF, the Incorporators have executed these
Articles the 9th day of September, 1996


James E. Brock


William Bond, Jr.


Ruel L. Bradley, Jr.

I hereby accept designation as registered agent.

George D. Gabel, Jr.
George D. Gabel, Jr./Registered Agent

Ralph Gimel
Ralph Gimel

Jack B. Healan, Jr.
Jack B. Healan, Jr.

Mary Ann Richardson
Mary Ann Richardson

Joseph G. Seay
Joseph G. Seay

Earl R. Thomas
Earl R. Thomas

Suzanne M. Judas
Suzanne M. Judas

STATE OF FLORIDA
COUNTY OF DUVAL

Personally appeared before me William Bond, Jr., Ruel L. Bradley, Jr., James E. Brock, George D. Gabel, Jr., Ralph Gimel, Jack B. Healan, Jr., Mary Ann Richardson, Joseph G. Seay, Earl R. Thomas, and Suzanne M. Judas, all of whom are personally known to me, who acknowledged executing the above Articles of Incorporation voluntarily and for the purposes therein expressed.

William Bond, Jr.
NOTARY PUBLIC
State of Florida At Large

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SECTION OF REGISTRATIONS
DIVISION OF CORPORATIONS
96 OCT -1 AM 9:08

APPROVED
INSURANCE COMMISSIONER
AND TREASURER

SEP 20 1996

By ARD
Legal Division



Page 2 422-4092

P96000080941

LAMONT WYNW
Requestor's Name
FRed MARTIN + ASSOC
P.O. Box 10615

Address
Tallahassee, FL 32302 224-2777
City/State/Zip Phone #

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96 OCT 21 AM 10:16

ALLAHASSEE, FLORIDA

Office Use Only

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<input type="checkbox"/> Other	<input type="checkbox"/> Merger

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OTHER FILINGS	REGISTRATION/ QUALIFICATION
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<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> Limited Partnership
<input type="checkbox"/> Name Reservation	<input type="checkbox"/> Reinstatement
	<input type="checkbox"/> Trademark
	<input type="checkbox"/> Other

N. HENDRICKS OCT. 21 1996

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED

95 OCT 21 AM 10:16

Florida Hotel-Motel Insurance Company

Pursuant to the provision of Section 607.1006, Florida Statutes, and Section 628.111 Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

1. Article I, Name, is being amended to read as follows

ARTICLE I

NAME

The name of the corporation shall be Florida Hospitality Mutual Insurance Company.

2. This amendment was adopted at a special meeting of members held on Tuesday, October 15, 1996, at 9:00 a.m. at the offices of Florida Hotel-Motel Insurance Company, 9485 Regency Square Boulevard, Suite 415, Jacksonville, Florida after due notice to members by United States mail. The number of votes cast for the amendment was sufficient for approval pursuant to Section 628.111 Florida Statutes.

Signed this 15 day of OCTOBER, 1996.

APPROVED
INSURANCE COMMISSIONER
AND TREASURER

OCT 21 1996

By ARW
Legal Division

William Bond, Jr.
William Bond, Jr.
Vice Chairman
Board of Directors