



**GUARDIAN UNDERWRITERS, INC.**

*Truck Insurance for Owner/Operators Since 1937*

*P9600091148*

November 1, 1996

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

**FILED**  
96 NOV -4 PM 4:00  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Enclosed are Articles of Incorporation for the formation of a new Florida corporation, 1<sup>st</sup> Corporation. You will also find the following three checks:

- |             |                                 |
|-------------|---------------------------------|
| 1.) \$35.00 | Filing Fee                      |
| 2.) \$35.00 | Appointment of Registered Agent |
| 3.) \$52.50 | Certified Copy                  |

Sincerely,

**GUARDIAN UNDERWRITERS, INC.**

*[Signature]*

Edmund B. Campbell, III  
President

ec/cbe

300001995563--9  
-11/05/96--01030--005  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

300001995563--9  
-11/05/96--01030--006  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

300001995563--9  
-11/05/96--01030--007  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

*[Large handwritten signature]*  
*11/4*  
*944*

ARTICLES OF INCORPORATION  
1ST GUARD CORPORATION  
VENICE, FLORIDA

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96 NOV -4 PM 4:00  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

ARTICLE I

The name of this Corporation shall be 1st Guard Corporation.

ARTICLE II

This Corporation is hereby authorized to carry on a general insurance agency business, including the exercise of all powers appropriate thereto and not prohibited by the laws of the State of Florida.

ARTICLE III

The authorized capital stock of this Corporation shall consist of \$10,000.00, consisting of 10,000 shares of common stock with the par value of \$1.00 each.

ARTICLE IV

The amount of capital stock with which the Corporation will commence business is \$1,000.00.

ARTICLE V

The term of existence of the Corporation shall be perpetual.

ARTICLE VI

The principal office and place of business of the Corporation shall be at Venice, Florida, with the privilege of

establishing other offices and places of business within or without the State of Florida.

#### ARTICLE VII

The number of the directors of the Corporation shall be not less than one (1) nor more than five (5).

#### ARTICLE VIII

The names and post office addresses of the directors of the Corporation who shall hold office until their successors are elected and qualified are as follows:

Edmund B. Campbell, III  
206 Harbor Drive, S.  
Suite B  
Venice, Florida 34285

#### ARTICLE IX

The name and address of the registered agent is:

"ALSO PRINCIPAL OFFICE"  
Edmund B. Campbell, III  
206 Harbor Drive, S.  
Suite B  
Venice, Florida 34285

#### ARTICLE X

The names and post office addresses of the subscribers to the Certificate of Incorporation and the number of shares of stock which each agrees to take are as follows:

Edmund B. Campbell, III  
206 Harbor Drive, S.  
Suite B  
Venice, Florida 34285  
1,000 shares.

**ARTICLE XI**


The management and conduct of the business and affairs of the Corporation shall be vested in and controlled by a Board of Directors, who need not be shareholders, and who shall hold office and be governed by such Bylaws not inconsistent herewith as the Corporation may from time to time adopt.



EDMUND B. CAMPBELL, III

STATE OF FLORIDA )  
                              ) SS.  
COUNTY OF SARASOTA)

On this day personally appeared before me, a notary public in and for said County of the State, EDMUND B. CAMPBELL, III, to me well known and by me known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged that he executed the same freely and voluntarily from the uses and purposes therein express, witnessed my hand and official seal at Venice in said County and State this 1<sup>st</sup> day of November, 1996.

  
Notary Public, Sarasota County, Florida  
My commission expires: \_\_\_\_\_



Patricia C. Schmidt  
MY COMMISSION # CC498538 EXPIRES  
October 11, 1999  
BONDED THRU TROY FARM INSURANCE, INC.

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

  
EDMUND B. CAMPBELL, III

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

96 NOV -4 PM 4:00

FILED