197000025248 Address | Tall | (3330 | 333 | 7717 | City/State/Zip | Phone # 900002119499--9 -03/20/97--01086--012 Office*058*61.y²⁵ *****131.25 CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): 1. Insurance Nation USA Holding Co. (Corporation Name) (Comment #) 2. (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Pick up time 1 Certified Copy Mail out Photocopy Will wait Certificate of Status NEW FILINGS AMENDMENTS Profit Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent **Domestication** Dissolution/Withdrawal Other Merger REGISTRATION/ OTHER FILINGS QUALIFICATION Annual Report Foreign **Fictitious Name** Limited Partnership Name Reservation Reinstatement Trademark Other Examiner's Initials CR2E031(1/95) B. REGISTEN MAR 2 0 1997

LAW OFFICES

PAYNE, PILKEY & ASSOCIATES

1132 SOUTHEAST SECOND AVENUE

FORT LAUDERDALE, FLORIDA 33316-1008

TELEPHONE (305) 761-9600 TELECOPIER (305) 760-9907

March 19, 1997

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

Re: Articles of Incorporation and Certificate of Good Standing for InsuranceNation USA Holding Company

Dear Sir/Madam:

Enclosed for filing please find the Articles of Incorporation for InsuranceNation USA Holding Company. Also enclosed is a check in the amount of \$131.25 representing filing fees, certified copy fees and certificate of good standing fee.

Please do not hesitate to contact me with any questions you may have. Thank you for your attention to this matter.

Very truly yours,

Angelia Joslyn,

Legal Assistant to James C. Pilkey

:aj

Enclosures

ARTICLES OF INCORPORATION

OF

InsuranceNation USA HOLDING COMPANY

ARTICLE I

The name of this corporation is:

InsuranceNation USA Holding Company



ARTICLE II

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

ARTICLE III

This corporation is authorized to issue 100,000 shares of common stock, par value \$1.00 per share.

ARTICLE IV

The name and address of the initial registered agent of this corporation is:

James C. Pilkey 1132 Southeast Second Avenue Fort Lauderdale, Florida 33316

ARTICLE V

This corporation shall have one director initially. The number of directors may be increased or decreased from time to time as provided in the bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

James C. Pilkey 1132 Southeast Second Avenue Fort Lauderdale, Florida 33316

ARTICLE VI

The name and address of the incorporator of this corporation is:

James C. Pilkey 1132 Southeast Second Avenue Fort Lauderdale, Florida 33316

ARTICLE VII

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

ARTICLE VIII

The initial principal office of the corporation is:

1132 Southeast Second Avenue Fort Lauderdale, Florida 33316

IN WITNESS WHEREOF, the undersigned incorporator has signed these Articles of Incorporation this 19 day of March, 1997.

Incorporator:

JAMES C. PILKEY

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation, and to comply with the provisions of §48.091

Florida Statutes.

JAMES C. PILKEY

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