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

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Examiner's Initials

ARTICLES OF INCORPORATION

OF

TRISTATE INSURANCE SERVICES, INC.

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The undersigned Incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is TriState Insurance Services, Inc. ("Corporation"). The initial principal place of business of the Corporation shall be 2724 Sandcrest Drive, Cantonment, Florida 32533. The name of the registered agent is Igler & Dougherty, P.A., 1501 Park Avenue East, Tallahassee, Florida 32301.

ARTICLE II. NATURE OF BUSINESS

The Corporation may engage in or transact any and all activities and businesses permitted under the laws of the United States and of the State of Florida or any other state, county, territory or nation. The Corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock which the Corporation is authorized to issue and have outstanding at any time is 100,000 shares of Common Stock, par value \$.01 per share. Shares

of stock issued by the Corporation may be designated as "Section 1244 stock" as defined by Section 1244 of the Internal Revenue Code of 1986, as amended.

ARTICLE IV. TERM OF EXISTENCE

The existence of the Corporation shall be perpetual.

ARTICLE V. NUMBER OF DIRECTORS

The Corporation shall have one director initially. The number of directors may be increased or decreased from time to time pursuant to the Bylaws of the Corporation, but shall not be less than one nor more than fifteen.

ARTICLE VI. TELEPHONE CONFERENCE

Members of the Board of Directors or of any Executive Committee thereof shall be deemed present at a meeting of such Board or Committee if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time is used.

ARTICLE VII. INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation is Donald G. Brown, 2724 Sandcrest Drive, Cantonment, Florida 32533.

ARTICLE VIII. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by the Board of Directors to the stockholders and approved either at the stockholders' meeting by the affirmative vote of the holders of a majority of the shares entitled to vote thereon or by written consent of all stockholders.

ARTICLE IX. BYLAWS

The initial Bylaws of the Corporation shall be adopted by a unanimous vote of the Board of Directors of the Corporation. Thereafter, the Bylaws of the Corporation may be amended, modified or repealed as provided by the Bylaws.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 19TH day of September, 1997.

Signature of Incorporator:

Donald G. Bowen, Incorporator

FL DE# 8500 -187-45-006.0

STATE OF FLORIDA (COUNTY OF ESCAMBIA)

BEFORE ME, the undersigned authority, personally appeared Donald G. Bowen to me personally known to be the person who subscribed to the foregoing Articles of Incorporation of TriState Insurance Service, Inc. and he acknowledged that he did freely and voluntarily execute the said Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and seal on this 19th day of September, 1997.

Richard Long Sattle

(SEAL)

RICHARD TROY BATTLE
Notary Public, State of Florida
My comm. expires Jan. 10, 2007
Comm. No. CC 523839
Bonded thru OLD REPUBLIC

Richard Troy Battle
Name typed or printed

January 10, 2000
My Commission Expires

CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE

In accordance with Section 48.091, <u>Florida Statutes</u>, the following designation and acceptance are being submitted in compliance thereof.

DESIGNATION:

Pursuant to the provision of Section 607.0501, <u>Florida Statutes</u>, TriState Insurance Services, Inc. desires to organize under the laws of the State of Florida, and in connection therewith, hereby designates Igler & Dougherty, P.A. as its registered agent whose address is 1501 Park Avenue East, Tallahassee, Florida 32301.

ACCEPTANCE:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, we hereby agree to act in this capacity, and we further agree to comply with the provisions of all statutes relative to the proper and complete performance of our duties, and we accept the duties and obligations of Section 607.0501, <u>Florida Statutes</u>.

IGLER & DOUGHERTY, P.A.

Herbert D. Haughton

Date: September 23, 1997

LIST OF INITIAL DIRECTORS AND OFFICERS

TRISTATE INSURANCE SERVICES, INC.

President/Secretary/Treasurer:

Donald G. Bowen 2724 Sandcrest Drive Cantonment, FL 32533

Director:

Donald G. Bowen 2724 Sandcrest Drive Cantonment, FL 32533

Resident Agent:

Igler & Dougherty, P.A. 1501 Park Avenue East Tallahassee, FL 32301

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