



**THE UNITED STATES  
CORPORATION  
COMPANY**

P.O. Box 5828  
Tallahassee, FL 32314  
(800) 342-8086

**P980000008937**

*Patricia Pyjette*

Account No.: 072100000032

Reference : 9725B

Authorization:

Cost Limit : \$ 70.00

(Requestor's Name) Roetzel Andress

1201 Hays Street

(Address)

Tallahassee, FL 32301 222-9171

(City, State, Zip)

(Phone #)

CIS Contact: Gail Shelby

OFFICE USE ONLY

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98 JAN 28 PM 3:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

1. Eagle Insurance Group, Inc  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out ☐ Will wait

☒ Photocopy

☐ Certificate of Status

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

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

*Dmc 1-28-98*  
**RECEIVED**  
98 JAN 28 AM 11:40  
DIVISION OF CORPORATION

Examiner's Initials

ARTICLES OF INCORPORATION

OF

EAGLE INSURANCE GROUP, INC.  
a Florida corporation

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

ARTICLE I

The name of the Corporation is Eagle Insurance Group, Inc., a Florida corporation.

ARTICLE II

The duration of the Corporation is perpetual commencing upon the filing of these Articles of Incorporation with the Secretary of the State of Florida.

ARTICLE III

The general purposes for which the Corporation is organized are:

1. To transact insurance business in the area of life, health, property, casualty, disability, surety and marine insurance; and
2. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act; and
3. To do such other things as are incidental to the foregoing or necessary or desirable to accomplish the foregoing.

#### ARTICLE IV

The Corporation is authorized to issue Seventy-Five Thousand (75,000) shares in the aggregate, which shares shall be of a single class of common stock and shall have a par value of One Dollar (\$1.00) per share.

#### ARTICLE V

The street address of the initial registered office of the Corporation is 850 Park Shore Drive, Trianon Centre, Third Floor, Naples, Florida 34103 and the name of its initial Registered Agent at such address is Paul K. Heuerman. The principal office of the Corporation is located at 3200 Bailey Lane, Suite 105, Naples, Florida 34105.

#### ARTICLE VI

The Corporation shall have at least five (5) Directors. The initial Board of Directors of the Corporation, who shall hold office until the initial meeting of Shareholders of the Company, shall be comprised of five (5) Directors whose names and addresses are:

George S. Schmelzle  
3200 Bailey Lane, Suite 105  
Naples, Florida 34105

Robert E. Thorngate  
3200 Bailey Lane, Suite 105  
Naples, Florida 34105

George R. Schmelzle  
3200 Bailey Lane, Suite 105  
Naples, Florida 34105

William Kuhlman  
3200 Bailey Lane, Suite 105  
Naples, Florida 34105

Charles D. Schmelzle  
3200 Bailey Lane, Suite 105  
Naples, Florida 34105

## ARTICLE VII

The name and address of the incorporator is:

Howard M. Groedel, Esq.  
Roetzel & Andress, L.P.A.  
One Cleveland Center, Suite 1650  
1375 East 9th Street  
Cleveland, Ohio 44114

## ARTICLE VIII

These Articles of Incorporation may be amended by the assent of shareholders of the Corporation holding more than fifty percent (50%) of the shares of the Corporation entitled to vote.

## ARTICLE IX

The powers of the Corporation shall be as follows:

4. To engage in any activity or business authorized under the Florida General Corporation Act or Florida Statutes.
5. In general, to carry on any and all incidental business, to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things herein set forth to the same extent as a natural person might or could do.
6. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or any domestic or foreign government or governmental authority, or any political or administrative subdivision or department thereof, and to perform and carry out, assign, cancel, or rescind any of such contracts.
7. To do everything necessary, proper, advisable, or convenient for the

accomplishment of any of the purposes, or the attainment of any of the objects or the furtherance of any of the powers or purposes herein set forth, either alone or in association with others, incidental or pertaining to, or going out of, or connected with its business or purposes or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

8. To indemnify any officer or director, or any former officer or director in the manner set out and provided for pursuant to the provisions of Section 607.0850 of the Florida Statutes, as amended.
9. To do all acts necessary or reasonable to effectuate the provisions of the Bylaws of this Corporation.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, the undersigned, constituting the sole incorporator of this Corporation, has executed these Articles of Incorporation this 26<sup>th</sup> day of January, 1998.

INCORPORATOR:

  
Howard M. Groedel

STATE OF OHIO                     )  
  ) SS:  
COUNTY OF CUYAHOGA         )

The foregoing instrument was acknowledged before me this 26<sup>th</sup> day of January, 1998 by Howard M. Groedel, Esquire, who is personally known to me.

(SEAL)

  
NOTARY PUBLIC

Name: EILEEN J. RIGBY

EILEEN J. RIGBY  
Notary Public, State of Ohio  
Recorded in Cuyahoga Cty.  
My Comm. Expires 10-16-98  
10-22-01

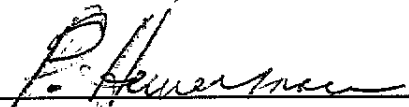
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**ACCEPTANCE OF REGISTERED AGENT**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
\_\_\_\_\_  
Paul K. Heuerman

Date: 1/26/98