

P98000026443

Akerman, Senterfitt
Requestor's Name

Address

City/State/Zip

Phone #

222-3471

Office Use Only

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98 MAR 20 PM 3:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

1. Atlantic Preferred Insurance Company
(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

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DIVISION OF CORPORATION

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

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****122.50 ****122.50

* Please *
Call when
Ready

APPROVED
INSURANCE COMMISSIONER
AND TREASURER

JAN 27 1998

ARTICLES OF INCORPORATION
OF
ATLANTIC PREFERRED INSURANCE COMPANY.

BY 
Legal Division

The undersigned, being above the age of eighteen (18) years and competent to contract, for the purpose of organizing a corporation pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of this Corporation shall be ATLANTIC PREFERRED INSURANCE COMPANY, and its principal place of business shall be located at 201 E. Pine Street, Suite 600, Orlando, Orange County, Florida 32801.

ARTICLE II

COMMENCEMENT OF CORPORATE EXISTENCE

This Corporation shall commence corporate existence the date of filing these articles of incorporation by the Secretary of State of Florida, and shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III

CORPORATE PURPOSE AND POWERS

The purpose of this Corporation is to engage in the business of property and casualty insurance as authorized by the Department of Insurance. In furtherance of its corporate purposes, this Corporation shall have all of the powers enumerated in the Florida Business Corporation Act, as the same now exists and as hereafter

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TALLAHASSEE, FLORIDA

amended, and all such other powers as are permitted by applicable law.

ARTICLE IV

CAPITAL STOCK

1. Number and Class of Shares Authorized; Par Value. This Corporation is authorized to issue up to One Thousand (1,000) shares of voting common stock, having a par value of One Dollar (\$1.00) per share.

The amount of paid-in capital and surplus with which the Corporation shall engage in the business of insurance shall be not less than \$5,000,000.

2. Voting Rights. The holders of common stock shall possess and exercise exclusive voting rights and at all meetings of the shareholders, each record holder of such stock shall be entitled to one vote for each share held. Shareholders holding common stock shall have no cumulative voting rights in any election of directors of the Corporation.

3. Consideration for Issuance of Stock. The Board of Directors of the Corporation may from time to time issue the authorized stock of the Corporation, or any part thereof, for such consideration as it may deem equivalent to or in excess of the par value thereof. All shares of the Corporation shall be sold for lawful money of the United States or equivalent United States Government Securities; provided, however, the consideration received as surplus for any shares may also consist of any type of securities in which this Corporation would be permitted to invest under applicable law.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be located at 105 E. Robinson Street, Suite 201, Orlando, Florida 32801 and the initial registered agent of this Corporation at that address shall be THOMAS R. ALLEN, 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. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these articles of incorporation.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This Corporation shall have five (5) directors, all of whom are United States citizens and all of whom are over the age of eighteen. The number of directors may be either increased or diminished from time to time by the bylaws but in no event shall be less than five (5). The names and street addresses of the initial directors, who shall serve until the first annual meeting of the shareholders:

Jon M. Knight
2402 Orchard Drive
Apopka, Florida 32712

J. A. Huggins
700 Alameda Street
Orlando, Florida 32804

Lois Rakus Keefe
1555 Waterwitch Drive
Orlando, Florida 32806

Roberta J. Hopkins
1230 Park Pointe Lane
Winter Park, Florida 32789

John P. Seall
1209 Austin Road
Orlando, Florida 32806

Each director shall serve until the next annual meeting of shareholders. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

ARTICLE VII

INCORPORATORS

The names and residence street addresses of the persons signing these articles as incorporator, all of whom are over the age of eighteen and all of whom are United States citizens, are:

Jon M. Knight
2402 Orchard Drive
Apopka, Florida 32712

J. A. Huggins
700 Alameda Street
Orlando, Florida 32804

Lois Rakus Keefe
1555 Waterwitch Drive
Orlando, Florida 32806

Roberta J. Hopkins
1230 Park Pointe Lane
Winter Park, Florida 32789

John P. Seall
1209 Austin Road
Orlando, Florida 32806

ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE IX

INDEMNIFICATION

The Corporation shall have all the powers and authority now or hereafter granted or permitted by law with respect to indemnification of directors, officers, employees and agents, and former directors, officers, employees and agents.

ARTICLE X

AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, subject to approval by the Florida Department of Insurance, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI

PARTICIPATING POLICIES

Pursuant to Section 628.361, Florida Statutes, as amended from time to time, the Corporation may issue any or all of its policies with or without participation in profits, savings, or unabsorbed

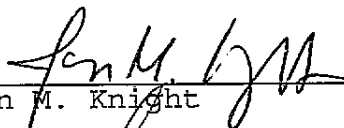
portions of premiums, may classify policies issued on a participating or non-participating basis, and may determine the right to participate and the extent of participation of any class or classes of policies.

ARTICLE XII

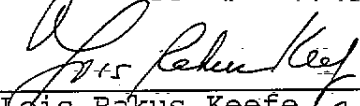
HEADINGS AND CAPTIONS

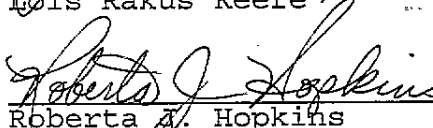
The headings or captions of these various articles of incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

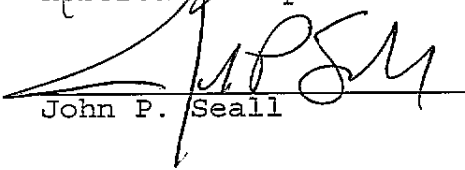
IN WITNESS WHEREOF, the undersigned do hereby make and file these articles of incorporation declaring and certifying that the facts stated herein are true, and do hereby subscribe thereto and hereunto set their name and seal this 19 day of March, 1998.


Jon M. Knight


J. A. Huggins


Lois Rakus Keefe


Roberta A. Hopkins


John P. Seall

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 19th
day of March, 1998, by J. A. Huggins.

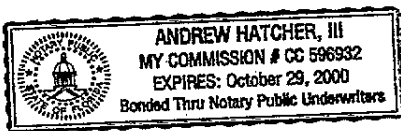


Erin Leigh Whalen
My Commission CC575817
Expires Aug. 11, 2000

Erin Whalen
NOTARY PUBLIC
Print Name: Erin Whalen
Personally Known: ☒ OR
Produced Identification _____
Type of Identification Produced _____

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 18th
day of March, 1998, by Jon M. Knight.



Andrew Hatcher
NOTARY PUBLIC
Print Name: Andrew Hatcher
Personally Known: ☒ OR
Produced Identification _____
Type of Identification Produced _____

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 19th
day of March, 1998, by Roberta J. Hopkins.



Erin Leigh Whalen
My Commission CC575817
Expires Aug. 11, 2000

Erin Whalen
NOTARY PUBLIC
Print Name: Erin Whalen
Personally Known: ☒ OR
Produced Identification _____
Type of Identification Produced _____

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 19th
day of March, 1998, by Lois Rakus Keefe.

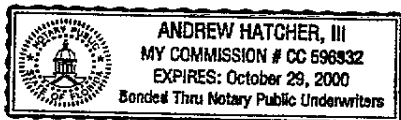


Erin Leigh Whalen
My Commission CC575817
Expires Aug. 11, 2000

Erin Whalen
NOTARY PUBLIC
Print Name: Erin Whalen
Personally Known: ✓ OR
Produced Identification _____
Type of Identification Produced _____

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 18th
day of March, 1998, by John P. Seall.



Andrew Hatcher III
NOTARY PUBLIC
Print Name: Andrew Hatcher III
Personally Known: ✓ OR
Produced Identification _____
Type of Identification Produced _____

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.0505, Florida Statutes, the following is submitted:

ATLANTIC PREFERRED INSURANCE COMPANY (the "Company") desiring to organize as a domestic corporation or qualify under the laws of the State of Florida with its principal place of business at: 201 E. Pine Street, Suite 600, Orlando, Orange County, Florida 32801, has named and designated: **THOMAS R. ALLEN**, with its registered office located at: 105 E. Robinson Street, Suite 201, Orlando, Florida 32801, as its Registered Agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process from the Treasurer and Insurance Commissioner of the State of Florida for ATLANTIC PREFERRED INSURANCE COMPANY (the "Company") at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Section 607.0505, Florida Statutes, as the same may apply to the Company; and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Company relating to the proper and complete performance of my duties as Registered Agent, including keeping open such office.

Dated as of this 19th day of March, 1998.


THOMAS R. ALLEN
Registered Agent

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98 MAR 20 PM 3:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA