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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C T Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301

City

State

Zip

Phone

CORPORATION(S) NAME

R & R Insurance and Financial Services, Inc.

100002622141--5

-08/21/98-01066-022

*****70.00 *****70.00

☒ Profit *Outfely*

☐ NonProfit

☐ Limited Liability Company

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

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☐ Annual Report

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DEPARTMENT OF CORPORATION

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AUG 21 1998

P. Hall

CR2E031 (1-89)

**ARTICLES OF INCORPORATION
OF
R & R INSURANCE AND FINANCIAL SERVICES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of R & R Insurance and Financial Services, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I
NAME**

The name of the Corporation is: R & R Insurance and Financial Services, Inc.

**ARTICLE II
ADDRESS**

The mailing address of the Corporation is: 103 Century 21 Drive, Jacksonville, Florida 32216.

**ARTICLE III
COMMENCEMENT OF EXISTENCE**

The existence of the Corporation will commence on the date of filing of these Articles of Incorporation.

**ARTICLE IV
PURPOSE**

The nature of the business or purposes to be conducted or promoted are:

(a) To engage in the transaction of all lawful business or pursue any other lawful purpose of purposes for which a corporation may be incorporated under Florida law.

(b) To have, enjoy, and exercise all of the rights, powers, and privileges conferred upon corporations incorporated pursuant to Florida law, whether now or hereafter in effect, and whether or not herein specifically mentioned.

**ARTICLE V
AUTHORIZED SHARES**

The maximum number of shares that the Corporation is authorized to have outstanding at any time is 10,000 shares of common stock, each share having a par value of \$.001.

**ARTICLE VI
VOTING; PREEMPTIVE RIGHTS**

The power to cumulate votes (cumulative voting) in the election of directors is hereby expressly prohibited.

The shareholders of the Corporation shall not have a preemptive right to purchase, acquire or subscribe for any unissued, additional or treasury shares of stock of any class or bonds, notes, debentures or other securities convertible into stock of the Corporation or carrying any right to purchase, acquire or subscribe for stock of any class.

**ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 1200 South Pine Island Road, Plantation, Florida, 33324 (County of Broward), and the name of the Corporation's initial registered agent at that address is C T Corporation System.

**ARTICLE VIII
INITIAL BOARD OF DIRECTORS**

The Corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time, as provided in the Bylaws, but shall never be less than one. The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Ronald R. Bloomingkemper	8 Inverness Drive East, Suite 100 Englewood, Colorado 80112
Gary R. McCoy	103 Century 21 Drive Jacksonville, Florida 32216

**ARTICLE IX
INCORPORATOR**

The name and street address of the incorporator is:

Name

Dominic A. Lloyd, Esq.

Address

Kutak Rock
1200 Seventeenth Street, Suite 2900
Denver, Colorado 80202-3329

The incorporator of the Corporation assigns to this Corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the Board of Directors any rights he may have as incorporator to acquire any of the capital stock of this Corporation, this assignment becoming effective on the date corporate existence begins.

**ARTICLE X
DIRECTOR LIABILITY**

To the fullest extent permitted by the Florida Business Corporation Act, as the same exists or may hereafter be amended, a director of this Corporation shall not be liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director.

**ARTICLE XI
INDEMNIFICATION**

The Corporation shall indemnify any person and his estate and personal representative against all liability and expense incurred by reason of the person being or having been a director or officer of the Corporation to the full extent and in any manner that directors may be indemnified under the Florida Business Corporation Act, as in effect at any time. The Corporation shall also indemnify any person who is serving or has served the Corporation as director, officer, employee, or agent, and that person's estate and personal representative, to the extent and in the manner provided in any bylaw, contract, resolution of the shareholders or directors, or otherwise, so long as such provision is legally permissible.

**ARTICLE XII
ACTION WITHOUT MEETING**

Any action required by law to be taken at any annual or special meeting of shareholders, or any action that may be taken at any annual or special meeting of shareholders, may be taken without a meeting, without prior notice, and without a vote, if a consent or consents in writing, setting forth the action so taken, shall be signed by all of the shareholders entitled to vote with respect to the subject matter thereof.

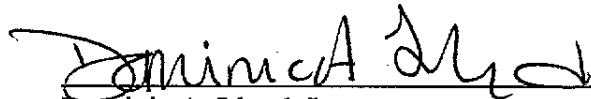
**ARTICLE XIII
BYLAWS**

The Board of Directors is authorized to adopt, amend or repeal the bylaws of the Corporation.

**ARTICLE XIV
AMENDMENTS**

The Corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporation, for the purpose of forming a corporation under laws of the State of Florida, has executed these Articles of Incorporation this 20th day of August, 1998.



Dominic A. Lloyd, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

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Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

That R & R Insurance and Financial Services, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 1200 South Pine Island Road, Plantation, Florida 33324, has named C T Corporation System as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.

By Marcia J. Sunahara
Registered Agent

By Marcia J. Sunahara
Its Assistant Vice Pres.