

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P980000074567

Burchwood Ins, Inc.

500002625385--1
-08/26/98--01049--008
****122.50 ****122.50

✓
Art of Inc. File **EFFECTIVE DATE**
LTD Partnership File 08-24-98
Foreign Corp. File _____
L.C. File _____
Fictitious Name File _____
Trade/Service Mark _____
Merger File _____
Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
✓ Cert. Copy _____
Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
Courier _____

98 AUG 26 PM 1:49
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 AUG 26 AM 10:45
RECEIVED
DIVISION OF CORPORATIONS

Rp
082698

Signature _____

Requested by LS 8/26/98 9:47
Name Date Time
Walk-In _____ Will Pick Up _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 AUG 26 PM 1:49

ARTICLES OF INCORPORATION

OF

BIRCHWOOD INS, INC.

I, the undersigned, hereby make, subscribe, acknowledge, and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name and Mailing Address

The name of this corporation shall be:

BIRCHWOOD INS, INC.

The address of the principal office and the mailing address of this corporation is:

5524 Cypress Street, Suite B
Tampa, Florida 33607

ARTICLE II

Existence of Corporation

This corporation shall begin existence on August 24, 1998, and shall have perpetual existence.

ARTICLE III

Purposes

This corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV

Powers

The corporation shall have all such powers as may be necessary or desirable to carry out the business of the Corporation, including, but not limited to all those powers enumerated by §607.0302, Florida Statutes, as may be amended from time-to-time.

ARTICLE V

Capital Stock

(a) The corporation shall have a single class of common stock, all having the same rights and privileges.

(b) The total number of shares of stock authorized to be issued by the corporation shall be 1,000 shares having a par value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, by promissory note, in property, in labor or services actually performed for the Corporation or promised to be performed as evidenced by a written contract, valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

(c) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

ARTICLE VI

Registered Office and Registered Agent

The street address of the corporation's initial registered office is:

5524 Cypress Street, Suite B
Tampa, Florida 33607

and the name of the corporation's initial registered agent at such address is:

Charles M. Prather

The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes, as may be amended from time-to-time.

ARTICLE VII

Initial Board of Directors

The number of directors constituting the initial Board of Directors shall be one (1) and the name and address of each person who is to serve as a member thereof is as follows:

<u>Name</u>	<u>Address</u>
Charles M. Prather	5524 Cypress Street, Suite B Tampa, Florida 33607

The number of directors constituting any subsequent Board of Directors shall be determined in accordance with the Bylaws of the corporation and without amendment to these Articles of Incorporation.

ARTICLE VIII

Incorporators

The name and address of each incorporator of this corporation is as follows:

Name

Address

Charles M. Prather

5524 Cypress Street, Suite B
Tampa, Florida 33607

ARTICLE IX

Indemnification

The corporation shall indemnify any officer or director, or former officer or director, to the full extent permitted by Section 607.0850, Florida Statutes, as amended from time-to-time.

ARTICLE X

Control Share Acquisitions

The corporation does hereby elect, pursuant to Subsection 607.0902(s), Florida Statutes, to exempt itself from the provisions pertaining to control share acquisitions as contained in Sections 607.0902, 607.1301, 607.1302, and 607.1320, Florida Statutes.

ARTICLE XI

Amendment of Articles of Incorporation

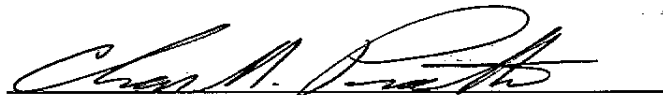
The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

ARTICLE XII

Preemptive Rights

The corporation elects to have preemptive rights pursuant to Section 607.0630, Florida Statutes.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposes therein stated.

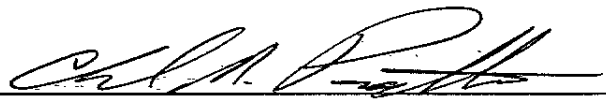
A handwritten signature in black ink, appearing to read "Charles M. Prather", is written over a horizontal line.

Charles M. Prather,
Incorporator

Acceptance of Registered Agent

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Section 607.0505, Florida Statutes.

DATED this 25 day of August, 1998.



Charles M. Prather,
Registered Agent

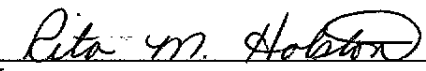
STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, on this 25th day of August, 1998, personally appeared **Charles M. Prather**, to me well known to be the person described in and who signed the foregoing Articles of Incorporation and Acceptance of Registered Agent, and acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.



RITA M. HOLSTON
MY COMMISSION # CC448394 EXPIRES
March 26, 1999
BONDED THRU TROY FAIN INSURANCE, INC.



Name: _____
Notary Public for State of Florida
(SEAL)
☒ Personally Known ID Produced
My Commission Expires: _____

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
98 AUG 26 PM 1:49