

P98000074809

DEPARTMENT OF STATE  
ACCOUNT FILING COVER SHEET

ACCOUNT NUMBER: FCA-000000017

REFERENCE: \_\_\_\_\_  
(Sub Account)

600002626376--8

DATE: 8/27/98.

REQUESTOR NAME: CARLTON FIELDS

ADDRESS: P. O. BOX 190

TALLAHASSEE, FL 32302

TELEPHONE: (850) 224-1585

CONTACT NAME: AILSA

CORPORATION NAME: USAA INSURANCE AGENCY, INC.

ENTITY NUMBER: \_\_\_\_\_  
(if applicable)

AUTHORIZATION: Ailsa Anelista

☒ Certified Copy (1-9)

☒ New Filings

☐ Fictitious Name

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ UCC'S

☐ Plain Stamped Copy

☐ Amendments

☒ Call if Problem

☐ Will Wait

☐ Certificate of Status

☐ Annual Report

☐ Registration

☐ After 4:30

☐ Pick Up

Y#58890.1

Filing - Articles of Inc.  
+ certified copy.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 27 AM 10:48

RECORDED  
98 AUG 27 AM 10:08  
DIVISION OF CORPORATIONS

8-27  
WS

**ARTICLES OF INCORPORATION**  
**OF**  
**USAA INSURANCE AGENCY, INC.**

FILED STATE  
SECRETARY OF CORPORATIONS  
98 AUG 27 AM 10:48

The undersigned incorporator, for the purpose of forming a stock corporation under Chapter 607, Florida Statutes, hereby adopts the following Articles of Incorporation.

**ARTICLE I:**

NAME

The name of the corporation shall be USAA Insurance Agency, Inc.

**ARTICLE II:**

PRINCIPAL OFFICES

The principal offices of the corporation shall be 17200 Commerce Park Blvd., Tampa, FL 33647.

**ARTICLE III:**

PURPOSE

The purpose for which the corporation is formed is to transact any and all lawful business pursuant to the laws of the United States and Florida.

**ARTICLE IV:**

DURATION

The duration of the corporation shall be perpetual.

**ARTICLE V:**

AUTHORIZED SHARES

The number of shares of common stock that this corporation is authorized to have outstanding at any one time is 1,000, with a par value of \$10.00.

**ARTICLE VI:**

**REGISTERED AGENT**

The initial registered agent is CT Corporation System, and the address of the corporation's initial registered office is 1200 S. Pine Island Road, Plantation, FL 33324.

**ARTICLE VII:**

**BOARD OF DIRECTORS**

The corporation shall have five (5) initial directors, who are over the age of eighteen (18) years. The following individuals shall serve, for an initial term of not more than one year, as the initial directors of the corporation:

	<u>Name</u>	<u>Residence Address</u>
1.	Edwin L. Rosane	12510 Elm Manor San Antonio, TX 78230
2.	John W. Douglas	29348 Dewberry Ridge Fair Oaks Ranch, TX 78015
3.	Kenneth A. McClure	219 Branch Oak Way San Antonio, TX 78230
4.	Richard T. Halinski, Jr.	1214 White Pine San Antonio, TX 78232
5.	Jeffrey A. Lewis	6 Victory Green San Antonio, TX 78257

**ARTICLE VIII:**

**INCORPORATORS**

The name and residence address of the incorporator to these Articles of Incorporation is:

	<u>Name</u>	<u>Residence Address</u>
1.	Steven M. Malono	P.O. Drawer 190 Tallahassee, FL 32302

**ARTICLE IX:**

**BY-LAWS**

The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors.

**ARTICLE X:**

**AMENDMENTS**

The corporation reserves the right to amend, alter, or repeal any provision in these Articles of Incorporation in the manner prescribed by Chapter 607, Florida Statutes, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the Corporation by the unanimous approval or consent of the shareholders. Thereafter, every amendment shall be approved by the shareholders at a shareholders' meeting as provided in the by-laws and by Chapter 607, Florida Statutes.

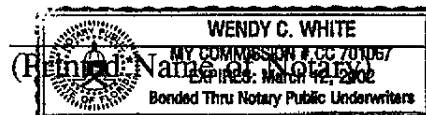
27<sup>th</sup> The undersigned incorporator has executed these Articles of Incorporation this day of August, 1998.

  
STEVEN M. MALONO

STATE OF FLORIDA  
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of August, 1998, by Steven M. Malono, who is personally known to me or who has produced \_\_\_\_\_ (type of identification) as identification and who did take an oath.

  
NOTARY PUBLIC



My Commission expires: 3/12/02

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

CT Corporation System, Inc., having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Connie Bryan 8/27/98  
**CONNIE BRYAN**  
**SPECIAL ASSISTANT SECRETARY**

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 27 AM 10:48