

TRANSMITTAL LETTER

P98000096558

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

100002685481--9  
-11/12/98--01022--020  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT:

Rosetta's Insurance Agency, Inc.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

Rosetta Perry-Mitchell  
Name (Printed or typed)

6855 Wilson Blvd #5  
Address

Jacksonville, Fla. 32210  
City, State & Zip

(904) 779-1099 <sup>(904)</sup> 910-4904  
Daytime Telephone number

98 NOV 12 AM 10:15  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DMC  
11-17-98

EFFECTIVE DATE  
Jan 1, 1999

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION  
OF  
ROSETTA'S INSURANCE AGENCY, INC.

FILED  
98 NOV 12 AM 10:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I  
NAME

EFFECTIVE DATE  
Jan 1, 1999

The name of this corporation shall be **Rosetta's Insurance Agency, Inc.**

ARTICLE II  
PLACE OF BUSINESS

The principal place of business and mailing address of this corporation is **6855  
Wilson Boulevard, Suite 5, Jacksonville, Florida 32210.**

ARTICLE III  
PURPOSE

This corporation is being organized for the purpose of provision of insurance services and products engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States of America.

ARTICLE IV  
CAPITAL STOCK

This corporation shall have the authority to issue 500 per value shares of common capital stock.

**ARTICLE V**  
**PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

**ARTICLE VI**  
**TRANSFER RESTRICTIONS**

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

**"These Shares Are Held Subject To Certain Transfer Restrictions  
Imposed By This Corporation's Articles Of Incorporation. A Copy Of  
Which Is On File At This Corporation's Principal Office."**

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

The number of directors on this corporation's Initial Board of Directors shall be two (2). The number of directors may be increased or decreased from time to time as provided in this corporation's by laws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board of Directors are:

Rosetta Perry-Mitchell, 6855 Wilson Boulevard, Suite 5, Jacksonville, Florida, 32210  
Nathan Sherod Perry, 6855 Wilson Boulevard, Suite 5, Jacksonville, Florida, 32210.

**ARTICLE VII**  
**INDEMNIFICATION**

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

**ARTICLE VIII**  
**INITIAL REGISTERED AGENT AND STREET ADDRESS**

This corporation's initial registered agent and street address is **Rosetta Perry-Mitchell at 6855 Wilson Boulevard, Suite 5, Jacksonville, Florida 32210.**

**ARTICLE IX**  
**INCORPORATOR**

The name and address of the individual who shall serve as this corporation's incorporator is **Rosetta Perry-Mitchell, 6855 Wilson Boulevard, Suite 5, Jacksonville, Florida 32210.**

**ARTICLE X**  
**COMMENCEMENT AND DURATION**

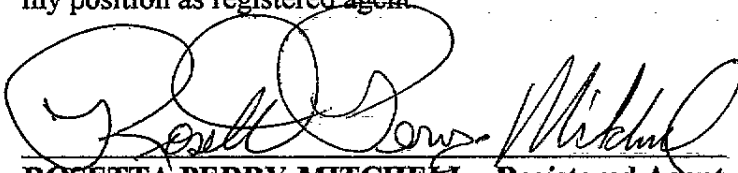
The commencement of this corporation's existence shall be January 1, 1999 upon approval by the Department of State of these Articles of Incorporation. This corporation's duration shall be perpetual.

**ARTICLE XI**  
**AMENDMENT**

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

  
**ROSETTA PERRY-MITCHELL - Incorporator**

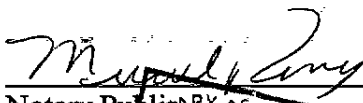
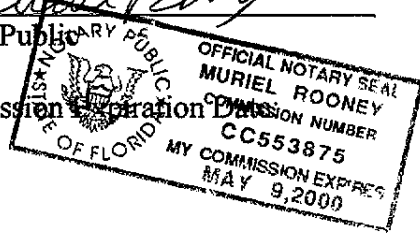
Having been named as registered agent and to accept service of process for  
**ROSETTA'S INSURANCE AGENCY, INC.**, at the place designated in this certificate,  
I hereby accept the appointment as registered agent and agree to act in this capacity. I  
further agree to comply with the provisions of all statutes relating to the proper and  
complete performance of my duties, and I am familiar with and accept the obligations of  
my position as registered agent.

  
**ROSETTA PERRY-MITCHELL - Registered Agent**

**FILED**  
98 NOV 12 AM 10:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**State of FLORIDA**  
**County of DUVAL**

On 10<sup>th</sup> Nov. 1998, **ROSETTA PERRY-MITCHELL**, designated above as the  
individual who shall serve as this corporation's initial registered agent and incorporator,  
personally appeared before me and signed and acknowledged signing these Articles of  
Incorporation of **ROSETTA'S INSURANCE AGENCY, INC.**

  
Notary Public  
Commission  **OFFICIAL NOTARY SEAL**  
**MURIEL ROONEY**  
COMMISSION NUMBER  
**CC553875**  
MY COMMISSION EXPIRES  
**MAY 9, 2000**