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TRANSMITTAL LETTER
FOR FLORIDA CORPORATION

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

SUBJECT: United Insurance Holdings, Inc.

(Proposed corporation name - must include suffix)

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

\$ 87.50 for: Filing Fees
Registered Agent Designation
Certified Copy
Certificate

RECEIVED

98 NOV 17 PM 1:11

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FROM:

Richard N. Sox, Jr.
Name (Printed or Typed)

101 N. Gadsden Street
Address

Tallahassee, Florida 32301
City, State & Zip

(850) 222-6656
Daytime Telephone Number

98 NOV 17 PM 2:51
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Call when ready

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*****87.50 *****87.50

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

**ARTICLES OF INCORPORATION
OF
UNITED INSURANCE HOLDINGS, INC.**

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TALLAHASSEE, FLORIDA

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**ARTICLE I
NAME**

The name of the Corporation shall be United Insurance Holdings, Inc. The principal place of business of the Corporation shall be 333 Third Avenue North, St. Petersburg, Florida 33733.

**ARTICLE II
NATURE OF BUSINESS**

The purpose of the Corporation is to engage in any business permitted under Florida law.

**ARTICLE III
CAPITAL STOCK**

The aggregate number of shares which the Corporation is authorized to issue is 1,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$10 per share.

**ARTICLE IV
TERM OF EXISTENCE**

The Corporation shall exist perpetually.

**ARTICLE V
REGISTERED OFFICE AND AGENT**

The registered office of this Corporation shall be at 101 North Gadsden Street, Tallahassee, Florida 32301 and the initial registered agent of this Corporation at such office shall be Richard N. Sox, Jr. 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 to receive service of process from the Treasurer and Insurance Commissioner of the State of Florida.

**ARTICLE VI
INCORPORATORS**

The corporation shall have one (1) incorporator, who is a United States citizen and who is over the age of eighteen. The name and resident address of the incorporator is:

<u>Name</u>	<u>Address</u>
Richard N. Sox, Jr.	3237 Baldwin Drive W. Tallahassee, FL 32308

**ARTICLE VII
DIRECTORS**

SECTION 1. The Corporation shall have three (3) directors, all of whom are United States citizens and all of whom are over the age of eighteen. The names and residence street addresses of the directors, whose initial terms of office shall be for one year, are:

<u>Name</u>	<u>Address</u>
Neil W. Savage	One Beach Drive S.E., #2705 St. Petersburg, FL 33701
David K. Davis, M.D.	1680 Fairway Avenue South St. Petersburg, FL 33712
William A. Eickoff	415 15th Ave. N.E. St. Petersburg, FL 33704

SECTION 2. All corporate powers shall be exercised by or under the authority of the directors and the business and affairs of the Corporation shall be managed and administered pursuant to the policies adopted by the directors.

SECTION 3. The qualification, election and tenure of the directors shall be provided for in the Bylaws.

SECTION 4. A member of the Board of Directors is not personally liable for monetary damages to any person, including but not limited to the Corporation, for any statement, vote, decision, or failure to act, regarding the management or policies of the Corporation, by such director, unless:

- A. The director breached or failed to perform his duties as a director: and
- B. The director's breach of or failure to perform, his duties constitutes:

(1) A violation of the criminal law, unless the director had reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful. A final judgment or other final adjudication against a director in any criminal proceeding for violation of the criminal law estops that director from contesting the fact that his breach, or failure to perform, constitutes a violation of the criminal

law; but does not estop the director from establishing that he had reasonable cause to believe that his conduct was lawful or had no reasonable cause to believe that his conduct was unlawful.

(2) A transaction from which the director derived an improver personal benefit, either directly or indirectly; or

(3) Recklessness or an act or omission which was committed in bad faith or with malicious purpose or in a manner exhibiting wanton and willful disregard of human rights, safety, or property. For purposes of these articles of incorporation, the term "recklessness" means the acting, or omission to act, in conscious disregard of a risk:

(a) Known, or so obvious that it should have been known, to the director; and

(b) Known to the director, or so obvious that it should have been known, to be so great as to make it highly probable that harm would follow from such action or omission.

SECTION 5. Directors may be removed by the stockholders with or without cause.

ARTICLE VIII INDEMNIFICATION

The Board of Directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees and agents to the full extent permitted by law.

IN WITNESS WHEREOF, the Corporation has caused the Incorporator to execute these Articles of Incorporation this 16TH day of November, 1998.

UNITED INSURANCE HOLDING, INC.

Richard N. Sox, Jr.
Richard N. Sox, Jr., Incorporator

STATE OF Florida
COUNTY OF Deen

The foregoing instrument was acknowledged before me this 16TH day of November, 1997 by Richard N. Sox, Jr., Incorporator, who is personally known to me or ~~who has produced~~ as identification and who ~~did~~ (did not) take an oath.

(SEAL)



Kay T. Grain
MY COMMISSION # C0624998 EXPIRES
February 26, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

Kay T. Grain
Notary Public

**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507,
FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY
COMPANY SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN
THE STATE OF FLORIDA.**

1. The name of the corporation is:

United Insurance Holdings, Inc.

2. The name and address of the registered agent and office is:

Richard N. Sox., Jr.

(Name)

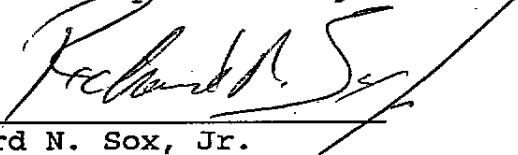
101 N. Gadsden Street

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Tallahassee, FL 32301

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability company 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.



Richard N. Sox, Jr.

11/17/98
(Date)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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