90 BEAL PARKWAY N.W., SUITE B POST OFFICE BOX 96 FT. WALITON BEACH, FLORIDA 32549 98 DEC 21 PN 2: 10

SECRETARY OF STATE (850) 243-6333
TALLAHASSEE, FLORIDA FAX (850) 664-2834

December 17, 1998

Corporate Records Bureau Division of Corporations Florida Department of State P.O. Box 6327 Tallahassee, Florida 32314

Re: Articles of Incorporation of

KOCH INSURANCE AGENCY, INC.

EFFECTIVE DATE

1-1-99

Dear Sirs/Madams:

Enclosed please find the original and three copies of the Articles of Incorporation on the above-mentioned for filing, along with a check in the amount of \$ 78.75 for said filing.

Please return the filed Articles of Incorporation to the undersigned.

Thank you for your assistance in this matter.

Sincerely,

MARY KOCH POLSON

Enclosures

cc: Mr. and Mrs. James A. Koch

Jarry Koch Polson

DEC 2.2 PM

ARTICLES OF INCORPORATION

OF

FILED

98 DEC 21 PM 2: 10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

KOCH INSURANCE AGENCY, INC.

EFFECTIVE DATE

1-1-99

### ARTICLE I - NAME AND PRINCIPAL ADDRESS

The name of this Corporation is KOCH INSURANCE AGENCY, INC., hereinafter referred to as "Corporation." The principal and mailing address of this Corporation is 2231 North Oceanshore Blvd., Flagler Beach, Florida 32136.

### ARTICLE II - DURATION

This Corporation shall exist perpetually commencing on the date of January 1, 1999.

## ARTICLE III - PURPOSE

This Corporation is organized for the purposes of sale and service of insurance and financial products, and for transacting any and all lawful business not inconsistent with the laws of the State of Florida.

### ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue Five Thousand (5,000) shares of One Dollar (\$1.00) value common stock.

#### ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

### ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent and office of this Corporation shall be as follows:

JAMES ARTHUR KOCH 2231 North Oceanshore Blvd. Flagler Beach, Florida 32136

# ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial directors of this Corporation are as follows:

LEIGHANN S. KOCH 2231 North Oceanshore Blvd. Flagler Beach, Florida 32136

JAMES ARTHUR KOCH 2231 North Oceanshore Blvd. Flagler Beach, Florida 32136

# ARTICLE VIII - INDEMNIFICATION AND CIVIL LIABILITY IMMUNITY

The Corporation shall indemnify each Director, Officer, employee, and agent, to the fullest extent allowed by law, including but not limited to Florida Statutes Chapter 607. It is intended that the Directors, Officers, employees, and agents be immune from civil liability to the extent provided under Florida Statutes Chapter 607 and other similar laws.

### ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is as follows:

LEIGHANN S. KOCH 2231 North Oceanshore Blvd. Flagler Beach, Florida 32136

## ARTICLE X - SECTION 1244 STOCK

It is the intent of this charter that the Directors may sell the capital stock of the Corporation in accordance with the conditions of Sections 1242-1244, inclusive, of the Internal Revenue Code of 1954, as amended.

### ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. The Directors of this Corporation shall have the power to make and amend the By-Laws of this Corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this day of December, 1998.

SECRET STATE OF STATE

STATE OF FLORIDA COUNTY OF FLAGLER

The foregoing instrument was acknowledged before me day of December, 1998, by LEIGHANN S. KOCH, who personally appeared before me at the time of notarization, and who did take an oath acknowledging that she executed the foregoing Articles of Incorporation freely and voluntarily for the purposes therein expressed.



NOTARY PUBLIC:

sign Jerese Saideli

print/type: TERESA SANDELW
State and County Aforesaid FL. - FLAGLER CO.

My Commission Expires: /0-/2-02

Commission No.: CC 782789

Personally Known \_\_\_\_ OR Produced Identification \_\_\_

Type of Identification Produced: FLDL K200-521- 65-704-D

### ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in the Articles of Incorporation, I hereby acknowledge that I am familiar with and accept the obligations of registered agent and I hereby agree to act in this capacity, and agree to comply with the provisions of said Act, relative to keeping open said office.

JAMES ARTHUR KOCH