· P	17000	70/9	758
Requesto	or's Name		
A	ddress	-0;	027885645 2/26/9901065018 ***122.50 *****78.75
City/State/Zip	Phone #	Office Use	Only
1. Corporation 2. (Corporation 3. (Corporation 4. (Corporation Walk in Pic	Name) (D Name) (D Name) (D	ocument #) ocument #) ocument #)	
NEW FIDINGS:	AMENDMENTS	na ceuros de Las Ingressos de las	·
Profit	Amendment	· ·	•
NonProfit	Resignation of R.A., Officer/ Dire	ctor	
Limited Liability	Change of Registered Agent		
Domestication	Dissolution/Withdrawal		99 17/1
Other	Merger		99 FEB 26
Annual Report Fictitious Name Name Reservation	REGISTRATION/ QUALIFICATION Foreign Limited Partnership Reinstatement Trademark		LED 26 AM 9: 02 1. SSEE, FLORIDA

Examiner's Initials UXC 3\3

ARTICLES OF INCORPORATION

OF

PORT EVERGLADES INSURANCE AGENCY, INC.

99 FEB 26 AM 9: 02

NULTURATIONS
ALLANGSSEE, FLORIDA

The undersigned, acting as incorporator of PORT EVERGLADES INSURANCE AGENCY, INC. under the Florida General Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the Corporation is: PORT EVERGLADES INSURANCE AGENCY, INC.

ARTICLE II - COMMENCEMENT OF EXISTENCE

The existence of the Corporation will commence at such time as these Articles of Incorporation are accepted by the Florida Secretary of State.

ARTICLE III - DURATION

The duration of the Corporation will be perpetual.

ARTICLE IV - PURPOSE

The general purpose or purposes for which the Corporation is organized is to:

- (a) Conduct and operate a general insurance agency business in all lines of insurance and to represent as agent or broker insurance companies organized or admitted to do business in Florida; to serve as general agent, manager, or in other representative capacities insurance companies organized or admitted to do an insurance business in this state and to appoint sub-agents, brokers or salesmen for the companies under the terms of any contract with the insurance companies; to promote the affairs of insurance companies and to advise and counsel, the extent permitted by the Florida General Corporation Act, with respect to insurance underwriting and to consult with or serve as broker for assureds in dealing with insurance companies and insurance problems; to act as insurance agent, broker or solicitor in the sale or negotiation of all forms of insurance; and to deal with and engage in all of the activities enumerated in these purposes as owner, proprietor, manager or agent for others on any legitimate contractual basis; and
- (b) Transact any and all lawful businesses for which a corporation may be incorporated under the Florida General Corporation Act.

ARTICLE V - AUTHORIZED SHARES

The maximum number of shares of that the Corporation is authorized to have outstanding at any time is one thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal and initial registered office of the Corporation is 1620 Drexel Avenue, Miami Beach, Florida 33139, and the name of the Corporation's initial registered agent at that address is Neal Deputy.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time, as provided in the Bylaws. The initial director of the Corporation shall be Larry Seifreit, 6743 Sunset Strip, Sunrise, Florida 33313, who shall serve in such capacity until the first annual meeting of the stockholders, or until his successor is duly elected and qualified.

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u> <u>Address</u>

Brooks B. Gracie 4550 Montgomery Avenue Suite 775N Bethesda, MD 20814

ARTICLE IV - INDEMNIFICATION

To the extent permitted by law, the Corporation shall indemnify and hold harmless each person serving as Officers or Directors of the Corporation, and each person who serves at the request of the Corporation as a Director or Officer of any other Corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his being Director or Officer of the Corporation, or by reason of any action alleged to have been taken or omitted by him as a Director or Officer. The Corporation shall reimburse each person for all costs, legal and other expenses reasonably incurred by him in connection with any claim or liability as to which it shall be

adjudged that such Officer or Director is liable to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything therein contain or restrict the right of the Corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 24th day of February, 1999.

Brooks B. Gracie, Incorporator

STATE OF MARYLAND) SS:
COUNTY OF MONTGOMERY)

Before me, the undersigned authority, personally appeared Brooks B. Gracie, to me well known to be the person described in and who executed and subscribed the foregoing Articles of Incorporation, and he acknowledged before me, that he executed the same and subscribed to the same for the purposes therein expressed.

WITNESS my hand and official seal at Bethesda, Montgomery County, Maryland, this 244 day of February, 1999.

Notary Public, State

My Commission Expires: 3/21/99

S\16616\PORTEVER.ART

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida statutes, the following is submitted:

That PORT EVERGLADES INSURANCE AGENCY, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Dade County, Miami Beach, State of Florida, has named Neal Deputy who resides at 1620 Drexel Avenue, Miami Beach, Florida 33139, as its agent to accept service of process within Florida.

Brooks B. Gracie, Incorporator

Date

\$\16616\PORTEVER.ART

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for PORT EVERGLADES INSURANCE AGENCY, INC. in the foregoing Articles of Incorporation I, on behalf of PORT EVERGLADES INSURANCE AGENCY, INC., hereby agree to accept service of process for said corporation and to comply with all statutes relative to the complete and proper performance of the duties of a registered agent. I am familiar with and accept the obligations of F.S. §607.325.

PORT EVERGLADES INSURANCE AGENCY, INC.

Neal Deputy

\$\t6616\PORTEVER.ART

99 FEB 26 AM 9: 02
DIYLJON TO SEE, FLORIDA