

99000091241



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 415437

AUTHORIZATION :

COST LIMIT : PPD

ORDER DATE : 10-15-99

ORDER TIME :

ORDER NO. : 415437

CUSTOMER NO: #

400003016274--3  
-10/18/99--01002--024  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

FILING

NAME: Globe Insurance Agency, Inc.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON:

Christine Lillich  
ext. 1109

EXAMINER'S INITIAL

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

99 OCT 15 PM 3:54

RECEIVED

99 OCT 15 PM 12:03

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

EFFECTIVE DATE

10/14/99

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 OCT 15 PM 12:03

ARTICLES OF INCORPORATION

OF

GLOBE INSURANCE AGENCY, INC.

ARTICLE I

NAME

The name of the Corporation is GLOBE INSURANCE AGENCY, INC, whose business address shall be 5001 Central Ave., St. Petersburg, Florida 33710.

ARTICLE II

DURATION

This Corporation shall exist perpetually, commencing as of the date of execution of these Articles of Incorporation.

ARTICLE III

PURPOSES

This Corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of \$.10 par value common stock.

ARTICLE V

REGISTERED AGENT AND REGISTERED OFFICE

The street address of the initial registered office of this Corporation is 3663 Central Avenue, St. Petersburg, Florida, 33713.

The name of the initial registered agent of this Corporation at that address is John L. Maloney.

#### ARTICLE VI

##### INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name and address of the initial Director of this Corporation is Mel Kaplani of 5001 Central Avenue, St. Petersburg, Florida 33710.

#### ARTICLE VII

##### RIGHTS OF INITIAL DIRECTORS

Each of the initial Directors shall have the right to be a Director of the Corporation as long as that respective Director is a Shareholder of the Corporation. By acquiring stock in this Corporation, each Shareholder agrees to abide by this right and to elect each of the initial Directors named in these Articles of Incorporation to the office of Director as long as that Director is a Shareholder of the Corporation. This Article may not be amended in any way without the written consent of each of the initial Directors who is a Shareholder of the Corporation at the time of the Amendment.

#### ARTICLE VIII

##### INCORPORATOR

The name and address of the person signing these Articles of Incorporation is John L. Maloney of 3663 Central Avenue, St. Petersburg, Florida 33713.

ARTICLE IX  
INDEMNIFICATION

The Corporation shall indemnify any officer, or Director or any former officer or Director, to the full extent permitted by law.

ARTICLE X

BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the Shareholders.

ARTICLE XI

COMPENSATION FOR OFFICERS

Until rescinded by vote of a majority of the Shareholders, the Board of Directors of the Corporation shall be entitled to fix officers' salaries and other compensation whether or not any one or more officer also serves as Director of the Corporation.

ARTICLE XII

SHAREHOLDER RESCISSION NOTICE

The Corporation shall not sell shares of stock in the Corporation to five or more persons without giving the fifth and each successive purchaser a notice of their right to rescind the purchase within three days after the first tender of consideration for the purchased shares pursuant to Florida Statute §517.061 (11) (a) (5).

#### ARTICLE XIII

##### INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the Corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the Bylaws.

#### ARTICLE XIV

The Board of Directors shall have no authority to alter or amend the Articles of Incorporation unless consent is first given by a majority action of the Shareholders of the Corporation.

#### ARTICLE XV

##### AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

#### ARTICLE XVI

##### "S" ELECTION RESTRICTION

Each Shareholder, by acquiring shares of any class of stock in the Corporation, agrees to so vote his shares as to cause the Corporation to be taxed as an "S" Corporation and to not sell, convey or assign any of said acquired shares of stock to any person or entity which would cause loss of an "S" Corporation election under the provisions of the Internal Revenue Code unless a majority of the Shareholders shall approve the loss of an "S" Corporation election.

ARTICLE XVII

ANNUAL FINANCIAL STATEMENTS

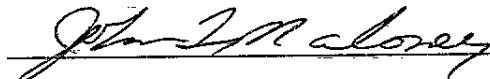
Until required by a majority vote of the Shareholders, the Corporation need not furnish its Shareholders an annual financial statement within 120 days of the close of each fiscal year.

ARTICLE XVIII

ANNUAL EVALUATION OF STOCK

On or before April 1 of each year, the Corporation, if conducting business in Florida, shall give its Florida stockholders of record as of the preceding December 31 a written notice reflecting the just value of each class of its stock subject to an annual tax under Chapter 199 Florida Statutes.

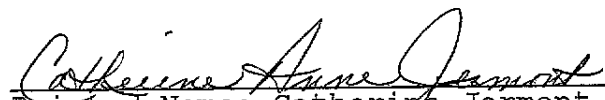
IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 14<sup>th</sup> day of October, 1999.



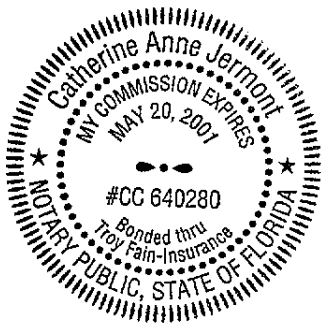
INCORPORATOR

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing Articles of Incorporation were acknowledged before me this 14<sup>th</sup> day of October, 1999, by John L. Maloney, who is personally known to me ~~xx~~  
~~xx~~ and who did/did not take an oath.



Printed Name: Catherine Jermont  
Notary Public  
Serial Number, if any: #CC640280



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Globe Insurance Agency, Inc. which is contained in the foregoing Articles of Incorporation. I am familiar with, and accept the obligations of that position.

Dated this 14<sup>th</sup> day of October, 1999.

John J. Maloney  
REGISTERED AGENT

FILED  
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DIVISION OF CORPORATIONS  
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