

P99000097480

Division of Corporations

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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
RIDER INSURANCE GROUP, INC.**

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Pursuant to the provisions of Section 607.1007 of the Florida Business Corporation Act, the undersigned corporation, pursuant to a resolution duly adopted by its Board of Directors and Shareholders, hereby adopts the following Amended and Restated Articles of Incorporation:

**ARTICLE 1  
NAME AND ADDRESS**

The name of this corporation shall be RIDER INSURANCE GROUP, INC. The principal business address of the corporation is 9180 Estero Park Commons Boulevard, Suite 9, Estero, Florida 33928.

**ARTICLE 2  
DURATION**

The corporation was incorporated on November 5, 1999 and shall have perpetual existence thereafter.

**ARTICLE 3  
PURPOSE**

The purpose for which the corporation is organized is the transaction of any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act, as the same may from time to time be amended.

**ARTICLE 4  
CAPITAL STRUCTURE**

The aggregate number of shares of capital stock which this corporation shall have the authority to issue shall be ten thousand (10,000) shares of common stock, all of the same class and each having a par value of One Dollar (\$1.00).

**ARTICLE 5  
REGISTERED AGENT AND OFFICE**

The name of the registered agent of the corporation at its registered office, and the street address of its registered office, is as follows:

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NAME

ADDRESS

JENNIFER J. RIDER

9180 Estero Park Commons Boulevard  
Estero, Florida 33928

**ARTICLE 6  
DIRECTORS**

The business and the affairs of this corporation shall be managed by a Board of Directors, which shall be elected by the Shareholders and serve as provided in the Bylaws. The number of the members of the Board of Directors may either be increased or decreased from time to time by the Bylaws, but shall never be less than one (1).

**ARTICLE 7  
BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in both the Board of Directors and the shareholders. Bylaws adopted, altered, amended, or repealed by the shareholders of the corporation may not be repealed, altered, amended, or readopted by the Board of Directors if the shareholders so provide.

**ARTICLE 8  
SHAREHOLDERS' AGREEMENT**

In the event a Shareholders' Agreement exists and there are any inconsistencies in terms between these Amended and Restated Articles of Incorporation and the Shareholders' Agreement, the terms of the Shareholders' Agreement will control.

**ARTICLE 9  
SUBSCRIBER**

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

NAME

ADDRESS

JENNIFER J. RIDER

9180 Estero Park Commons Boulevard  
Suite 9  
Estero, Florida 33928

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In accordance with Section 607.1007(4)(b), it is hereby certified that the Board of Directors and shareholders adopted the Amended and Restated Articles of Incorporation and the number of votes cast by the shareholders for the amendments to the Articles of Incorporation appearing in the Amended and Restated Articles of Incorporation were sufficient for approval.


RIDER INSURANCE GROUP, INC.

Dated: 8/31/08, 2008

By:   
Jennifer J. Rider, Secretary/Treasurer

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

Having been named to accept service of process for this corporation, at the place designated in these Amended and Restated Articles of Incorporation, I hereby accept the appointment, understand my duties 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.

  
JENNIFER J. RIDER  
Registered Agent

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