

10600 ✓

# Commonwealth of Kentucky

OFFICE OF  
SECRETARY OF STATE

THELMA L. STOVALL  
Secretary



FRANKFORT,  
KENTUCKY

## ARTICLES OF INCORPORATION

I, THELMA L. STOVALL, Secretary of State of the Commonwealth of Kentucky, do hereby certify that Articles of Incorporation of

COMMERCIAL INSURANCE SERVICES OF PADUCAH, INC.

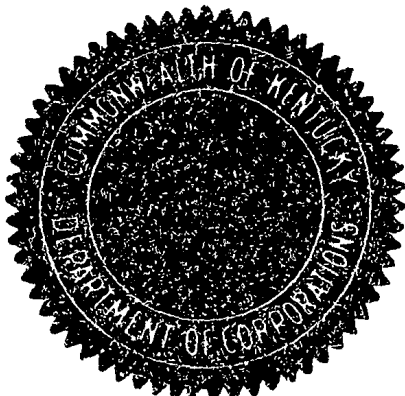
PADUCAH, KENTUCKY

The initial agent for process is BILL BOB CONYER

3000 SHELBOURNE STREET

and address is PADUCAH, KENTUCKY 42001

duly signed and acknowledged according to law, have been filed in my office. I further certify that all taxes, fees and charges payable upon the filing of said Articles of Incorporation have been paid.



SECRETARY OF STATE

Given under my hand and seal of Office as Secretary of State, at Frankfort, Kentucky, this 7th day of NOVEMBER, 1973.

*Thelma L. Stovall*  
SECRETARY OF STATE

ASSISTANT SECRETARY OF STATE

ARTICLES OF INCORPORATION  
OF

COMMERCIAL INSURANCE SERVICES OF PADUCAH, INC.

KNOW ALL MEN BY THESE PRESENTS:

SECRETARY OF STATE  
RECEIVED  
NOV 07 1973

25  
Commonwealth of Kentucky

5-17-73

ARTICLE I

We, the undersigned, have associated and do hereby associate, for the purpose of forming a corporation under the laws of the State of Kentucky and more specifically KRS Chapter 271A. The corporation hereby proposed to be organized shall be named and known as COMMERCIAL INSURANCE SERVICES OF PADUCAH, INC., by which name it may contract and be contracted with, sue and be sued, adopt a corporate seal, and do all things necessary to the conduct of the business of the corporation in the furtherance of its expressed purposes.

ARTICLE II

The duration of this corporation is perpetual.

ARTICLE III

This corporation is formed for the following purposes:

To conduct the business of an insurance agency and to do any and all acts and things necessary, convenient or expedient to the accomplishment of the foregoing within and without the Commonwealth of Kentucky to the same extent as a natural person might or could do and in any capacity; provided, however, this corporation shall not engage in the activities of or act as an insurance consultant;

Otherwise, this corporation may transact any or all lawful business for which corporations may be incorporated under KRS 271A;

To manufacture, purchase or acquire in any lawful manner, and to hold, own, mortgage, pledge, sell, transfer, or any manner dispose of, and to deal and trade in goods, wares, merchandise, and property of any and every class and description in any part of the world;

To carry on any kind of service in any part of the world, except as acting as an insurance consultant;

To apply for, purchase, or in any manner acquire, and to hold, own, use, and operate, and to sell or in any manner dispose of, and to grant license or other rights in respect of, and in any manner deal with, any and all right, invention, improvements, and processes used in connection with or secured under letters of patent or copyright of the United States or otherwise;

To carry on any business, manufacturing or otherwise, which may directly or indirectly effectuate these objects or any of them; to work, operate, or develop the same; or to carry on any legitimate business activity except that of an insurance consultant.

The corporation need not carry out or engage in the pursuit of all of the foregoing purposes, but it shall be sufficient if at any time the corporation is engaged in any one or more of such purposes.

In order to carry out the purposes for which it is organized, the corporation shall have any and all of the corporate powers enumerated in KRS 271A.

#### ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue shall be 2,000 no-par common shares.

#### ARTICLE V

The address of the initial registered office in the State of Kentucky is 3000 Shelbourne Street, Paducah, McCracken County, Kentucky 42001, and the name of its initial registered agent for service of process at such address is Bill Bob Conyer.

#### ARTICLE VI

The number of directors constituting the initial Board of Directors is three (3), and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors be elected and qualify, are:

NAME	RESIDENCE
Lee Livingston	Mora Mi Apartments Paducah, Kentucky 42001
Bill Bob Conyer	121 Mimosa Lane Paducah, Kentucky 42001
John S. Bobbitt	2508 Highland View Avenue Burnsville, Minnesota 55337

The names and addresses of each incorporator of this corporation are:

NAME	RESIDENCE
M. Livingston & Company	3000 Shelbourne St. Paducah, Kentucky 42001
Total Insurance Planning Systems	Exchange Park Dallas, Texas 75235

#### ARTICLE VIII

The corporation may incur an unlimited indebtedness, implemented by any type obligation; provided, however, that same is approved by both the stockholders and directors. This corporation may have the power to execute notes and other evidences of indebtedness, and to execute mortgages and other instruments to secure said indebtedness.

#### ARTICLE IX

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatsoever, and the shareholders shall not be subject to the payment of the debts or obligations of the corporation.

IN WITNESS WHEREOF, we, the incorporators, have hereunto set our hands this the 5<sup>th</sup> day of November, 1973.

M. LIVINGSTON & COMPANY

BY Bob Conyer  
PRESIDENT

ATTEST:

Louis Schappell  
SECRETARY

TOTAL INSURANCE PLANNING SYSTEMS

BY War B. Conyer  
PRESIDENT

ATTEST:

W. B. Conyer  
SECRETARY

Subscribed and sworn to before me by BILL CONYER  
President, and Louis Chappell, Secretary, of M. LIVINGSTON  
& COMPANY, on this the 5<sup>th</sup> day of November, 1973.

[Signature]  
NOTARY PUBLIC  
McCRACKEN COUNTY, KENTUCKY

My commission expires:

10-21-74

Subscribed and sworn to before me by Walter B. Hailley, Jr.  
President, and D. A. Keener, Secretary, of TOTAL INSURANCE  
PLANNING SYSTEMS, on this the 1<sup>st</sup> day of November, 1973.

[Signature]  
NOTARY PUBLIC  
Wallace COUNTY, Texas

My commission expires:

June 1, 1975

ORIGINAL COPY  
FILED  
SECRETARY OF STATE OF KENTUCKY  
FRANKFORT, KENTUCKY

NOV 7 - 1973

[Signature]  
SECRETARY OF STATE

I hereby certify that this instrument  
has been prepared by:

Law offices

McMurry and Livingston  
Citizens Bank Building  
Paducah, Kentucky 42001

By: [Signature]

MCMURRY & LIVINGSTON  
ATTORNEYS AT LAW  
P. O. BOX 148  
CITIZENS BANK BUILDING  
PADUCAH, KENTUCKY 42001

W. PEIHAM MCMURRY  
MILTON M. LIVINGSTON, JR.  
W. DAVID KING

PHONE 443-2511  
AREA CODE 502

November 5, 1973

Mrs. Thelma Stovall  
Kentucky Secretary of State  
Capitol Building  
Frankfort, Kentucky 40601

RE: INCORPORATION OF COMMERCIAL INSURANCE SERVICES OF  
PADUCAH, INC.

Dear Mrs. Stovall:

Enclosed you will find the Articles of Incorporation of Commercial Insurance Services of Paducah, Inc., which have been prepared in triplicate for recording. Also enclosed are the following checks: (1) Check #13741 payable to the Kentucky Secretary of State in the sum of Fifteen and no/100 (\$15.00) Dollars to cover the recording fees and cost of issuance of the certificate of incorporation; (2) Check #13742 payable to the Kentucky State Treasurer in the sum of Ten and no/100 (\$10.00) Dollars to cover the organizational tax upon the corporation.

I trust that these Articles will be properly lodged for record in your office as quickly as possible. Please return the copies of the Articles, along with the certificate of incorporation, to this office.

Your help and assistance in this matter are greatly appreciated.

Very truly yours,

MCMURRY & LIVINGSTON

  
Milton M. Livingston Jr.

MMLJr:jg

Enclosures