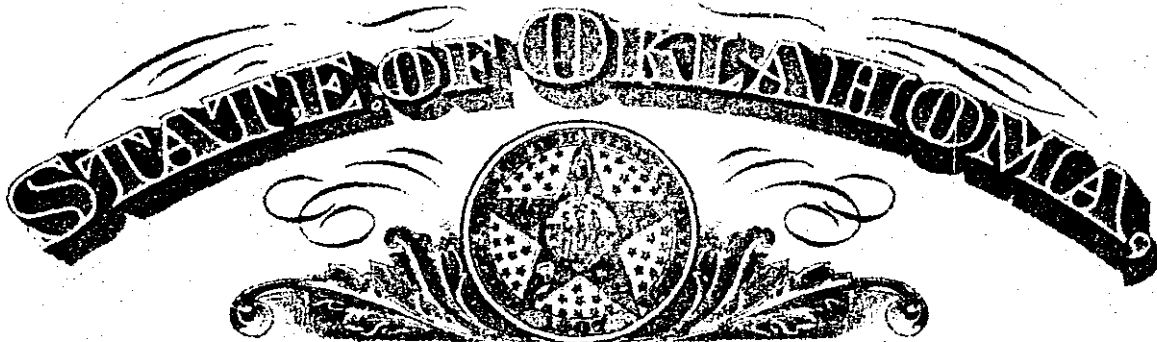


00012801690

OFFICE OF THE SECRETARY OF STATE



CERTIFICATE OF INCORPORATION

*To all to Whom these Presents shall Come, Greetings:*

**WHEREAS,** *Articles of Incorporation duly signed and verified of*

TRIANGLE INSURANCE AGENCY, INCORPORATED

*have been filed in the office of the Secretary of State on the* 11th *day*  
*of* March *A. D., 19* 63 *, as provided by the Laws of the*  
*State of Oklahoma.*

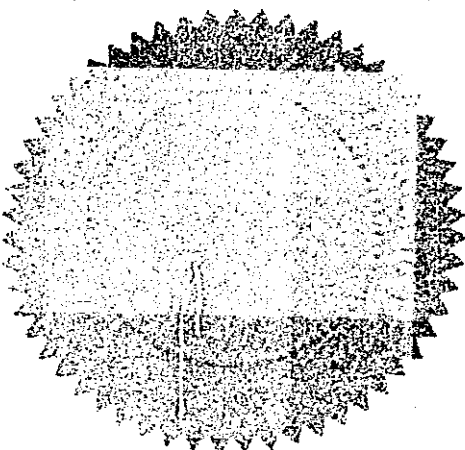
**NOW THEREFORE,** *I, the undersigned, Secretary of State of the State of*  
*Oklahoma by virtue of the powers vested in me by law, do hereby issue this Certificate*  
*of Incorporation.*

**IN TESTIMONY WHEREOF,** *I hereunto set my hand and cause to be affixed the*  
*Great Seal of the State of Oklahoma.*

*Done at the City of Oklahoma City, this* 11th  
*day of* March *, A. D. 19* 63

James M. Bullard  
*Secretary of State*

*By:* Jack Wettenzel  
*Assistant Secretary of State*



ARTICLES OF INCORPORATIONOFTRIANGLE INSURANCE AGENCY, INCORPORATED

WE, the undersigned, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the Oklahoma Insurance Code and the Oklahoma Business Corporation Act, do hereby certify, as follows:

ARTICLE I  
Name

The name of the corporation is:

TRIANGLE INSURANCE AGENCY, INCORPORATED

ARTICLE II  
Place of Business

The principal office of the corporation is to be located at 2300 North 10th, Enid, Oklahoma. The name of its registered agent is Willis DeSpain, whose address is 2300 North 10th, Enid, Oklahoma.

ARTICLE III  
Nature of Business

The nature of the business of the corporation, and the objects and purposes proposed to be transacted, promoted, or carried on by it, are, as follows, to-wit:

To solicit, negotiate, effectuate, and sell all kinds and types of insurance, and, generally, to conduct an insurance agency in all its branches.

ARTICLE IV  
Authorized Capital Stock

The total authorized capital stock of the corporation is as follows:

CLASS	SHARES	PAR VALUE	TOTAL CAPITAL AUTHORIZED
Common	100	\$10.00	\$1,000.00

ARTICLE V  
Stated Capital

The amount of capital stock with which the corporation will commence business is the sum of One Thousand Dollars (\$1000.00), being One Hundred (100) shares of the Common Capital Stock of the corporation, of the par value of Ten (\$10.00) Dollars each.

ARTICLE VI  
Subscribers

The names and places of residence of each of the original subscribers to the capital stock are, as follows:

WILLIS M. DeSPAIN  
GEORGE M. HULVER  
GLADYS SHOCKLEY

1405 Ramona Drive, Enid, Okla.  
506 N. 19th, Enid, Oklahoma  
1215 East Broadway, Enid, Okla.

ARTICLE VII  
Duration

The corporation shall exist for a period of fifty (50) years.

ARTICLE VIII  
Liability

The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatever.

ARTICLE IX  
Directors

The number of directors of the corporation shall be not less than three (3) and shall be fixed from time to time by the By-Laws, and the number may be altered as therein provided. In case of any increase in the number of directors, the additional directors shall be elected as provided in the By-Laws, by the directors or by the stockholders at an annual or a special meeting. In case of any vacancy in the Board of Directors, the remaining directors by affirmative vote of a majority thereof, may elect a successor to hold office for the unexpired portion of the term of the director whose place is vacant, and until his successor shall be duly elected and qualified.

The Board of Directors shall have all the powers conferred by law.

## ARTICLE X

### Meetings

Both the stockholders and the directors of the corporation may hold their meetings and the corporation may have an office or offices in such place or places either in or outside of the State of Oklahoma as the By-Laws may provide; and the corporation may keep its books outside of the State of Oklahoma, except as otherwise provided by law.

## ARTICLE XI

### Amendments

The corporation reserves the right to amend, alter, change, or repeal any provision contained in this Certificate of Incorporation in the manner, now or hereafter prescribed by statute; and all rights conferred on stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this

38th day of February, 1963.

WILLIS M. DeSPAIN

GEORGE M. HULVER

GLADYS SHOCKLEY

STATE OF OKLAHOMA )  
 ) ss:  
COUNTY OF GARFIELD )

WILLIS M. DeSPAIN, GEORGE M. HULVER, and GLADYS SHOCKLEY, each of lawful age and being duly sworn, depose and state that all of the facts set forth in the foregoing Articles of Incorporation are true, and that the amount of capital with which said corporation will begin business, as set forth in the attached Arti-

cles of Incorporation, has been fully paid into said corporation.

Willis M. DeSpain  
WILLIS M. DeSPAIN

George M. Hulver  
GEORGE M. HULVER

Gladys Shockley  
GLADYS SHOCKLEY

Subscribed and sworn to before me this 22 day of February, 1963.

Helene G. O'Neill  
NOTARY PUBLIC

My commission expires:

April 3, 1963

(This form must be executed and attached to Articles of Incorporation)

AFFIDAVIT AS TO PAID IN CAPITAL

STATE OF Oklahoma )  
COUNTY OF Garfield ) SS

Willis M. DeSpain

George M. Hulver

and Gladys Shockley, of

lawful age, being first duly sworn, each for himself deposes and says  
that the above-named affiants constitute a majority of the incorporators

of TRIANGLE INSURANCE AGENCY, INCORPORATED,

a proposed corporation, and that the amount of stated capital with which said  
corporation will begin business, as set out in its attached articles of  
incorporation, has been fully paid in.

Willis M. DeSpain  
George M. Hulver  
Gladys Shockley

Enid, Oklahoma  
Enid, Oklahoma  
Enid, Oklahoma

Subscribed and sworn to before me this 10th day  
of March, 1963.

Helen E. O'Neill  
Notary Public

My Commission Expires:

April 3, 1963